

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

MAGIC VALLEY TIRE II, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 1, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Taylor*

of the corporation in the State of Idaho, County of Jerome, shall be 501 South Lincoln, Jerome, Idaho 83338. Michael J. Higley shall be the registered agent at the address set forth above.

ARTICLE V CORPORATE STOCK

The aggregate number of common shares which the corporation shall have authority to issue is 25,000 shares, all of which shall have no par value.

ARTICLE VI INCORPORATORS

The names and post office addresses of the incorporators are:

NAMES	ADDRESSES
Michael J. Higley	317 South 11 West Jerome, Idaho 83338
Connie Higley	317 South 11 West Jerome, Idaho 83338

ARTICLE VII MANAGEMENT

The business of the corporation shall be managed by a board of at least three directors, except that if all of the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as the board of directors until the first annual meeting of the shareholders or until their successors are elected and qualified.

ARTICLE VIII BY-LAWS

The initial By-laws of the corporation shall be adopted by the board of directors. The power to alter, amend or repeal the By-laws or adopt new By-laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

Dated this 26th day of February, 1993.

Michael J. Higley
Michael J. Higley

Connie Higley
Connie Higley

STATE OF IDAHO)

County of Twin Falls)

On this 26th day of February, 1993, before me, the undersigned, a notary public in and for said county and state, personally appeared Michael J. Higley, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official the day and year first above written.

[Signature]
NOTARY PUBLIC FOR IDAHO
Residing at: Boise ID
Commission Expires: 1-11-97

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 26th day of February, 1993, before me, the undersigned, a notary public in and for said county and state, personally appeared Connie Higley, known to me to be the person whose name is subscribed to the within instrument and acknowledged me to that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the same day and year in this certificate first above written.



NOTARY PUBLIC FOR IDAHO

Residing at: Boise ID

Commission Expires: 1-11-97

WLN/31056art.f24