

FILED EFFECTIVE

2004 FEB 11 AM 8:45

STATE
OF IDAHO

**ARTICLES OF INCORPORATION
OF
I-O-N Tire Center, Inc.**

The undersigned, acting as Incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is I-O-N Tire Center, Inc.

SECOND: The period of its duration is perpetual, unless dissolved by action of the stockholders or by operation of law.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The corporation shall have authority to issue 10,000 shares of stock, all of one class, \$100.00 par value.

FIFTH: Provisions denying preemptive rights are: NONE.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are to be set forth in By-laws for adoption by its Board of Directors who shall be elected at the first meeting of Shareholders.

SEVENTH: The address of the initial registered office of the corporation is 5556 Buntrock Road, Marsing, Idaho 83639, and the name of its initial registered agent at such address is MARVIN WALLIN.

EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the persons who serve as Directors

IDAHO SECRETARY OF STATE
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until the first annual meeting of shareholders or until their successors are elected and shall qualify are as follows:

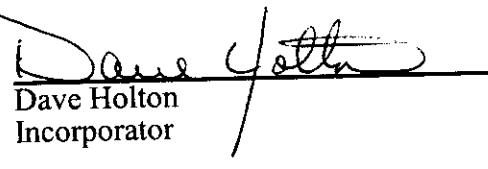
<u>NAME</u>	<u>ADDRESS</u>
Marvin Wallin	5556 Buntrock Road, Marsing, Idaho 83639
Dave Holton	5556 Buntrock Road, Marsing, Idaho 83639

NINTH: The name and address of each Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Marvin Wallin	5556 Buntrock Road, Marsing, Idaho 83639
Dave Holton	5556 Buntrock Road, Marsing, Idaho 83639

Dated this 10th day of February, 2004.


Marvin Wallin
Incorporator


Dave Holton
Incorporator