



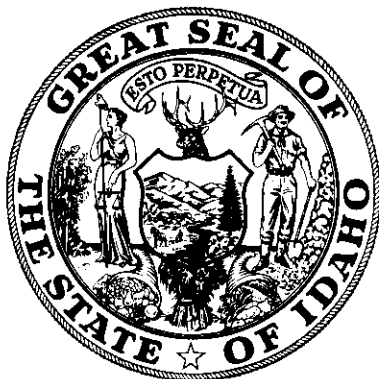
**CERTIFICATE OF INCORPORATION
OF**

BHW, 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 20, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
BHW, INC.

The undersigned, being over 18 years of age and a citizen of the United States of America, hereby forms the following corporation pursuant to the Idaho Business Corporation Act.

FIRST: The name of the corporation is BHW, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which the corporation is organized is to engage in the business of retail and wholesale tire sales and service, automobile repair and any other business not prohibited by law.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 50,000 shares, all one class, and of a \$1.00 par value.

FIFTH: The address of the initial registered office of the corporation is 521 Church Street, Sandpoint, ID 83864, and the registered agent at that address is James E. Babcock.

SIXTH: The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

James E. Babcock
521 Church St.
Sandpoint, ID 83846

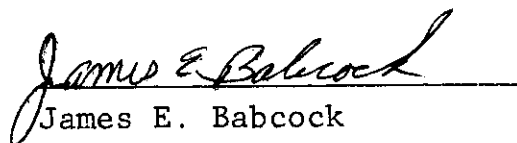
Wayne Harper
718 North 6th Ave.
Sandpoint, ID 83864

Steven D. Wuerst
P.O. Box 856
Sandpoint, ID 83864

SEVENTH: The name and address of the initial incorporator is:

James E. Babcock
521 Church St.
Sandpoint, ID 83864

DATED this 15th day of March, 1985.


James E. Babcock