

## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

**PARKER AUTO PARTS, INC.**

was filed in the office of the Secretary of State on the **Eleventh** day of **September**, A.D. One Thousand Nine Hundred **sixty-four** and duly recorded on Film No. **130** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

**Boise** in the County of **Boise**.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **11th** day of **September**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
PARKIN AUTO PARTS, INC.

We, the undersigned, all being of full age, natural persons, citizens of the United States do hereby voluntarily associate ourselves together for the purpose of forming a corporation under and by virtue of the laws of the State of Idaho, and for that purpose do adopt the following Articles of Incorporation:

I.  
NAME OF CORPORATION

The name of this corporation shall be PARKIN AUTO PARTS, INC.

II.  
PURPOSES

The purposes of this corporation shall be the purchase and ownership of property real and personal, and to engage in any commercial, industrial, agricultural or other enterprise calculated or designed to be profitable to this corporation and in conformity with the laws of the State of Idaho; and to generally engage in, do, and perform, any enterprise, act, or vocation that a natural person might or could do or perform; and, without limitation on the above, shall be:

To engage in the business of purchasing, acquiring, owning, leasing, selling, transferring, encumbering, generally dealing in, brokering, wholesaling, delivering, renovating, and servicing all types of new and used parts and accessories, automobiles, trucks, and other motor vehicles; and the purchasing, acquiring, owning, selling, and generally dealing in all types of supplies, parts and accessories used by all types of motor vehicles;

To engage in the retail and wholesale purchase and sales of auto parts and accessories; and the brokering and the financing of automobile parts and accessories; and,

To engage in and to own, operate and run, conduct and manage a business engaged in repairing and reconditioning automobiles, automotive and mechanical products, and other personal property of any and every sort, character, nature, and description, and to do such other things as are incidental, proper, or necessary to the operation of the business, or to the carrying out of any or all of the purposes;

To render services in connection with storage of automobiles and parts or accessories of same and to store the same, and to perform all services necessary and incidental to such storage, including the selling and supplying of gasoline, oil, and other petroleum products, automobile accessories, electrical appliances, and equipment;

To manufacture, purchase, import, or otherwise acquire, sell, rent, repair, take upon storage, exchange, export, and otherwise deal in and dispose of any or all of the following: motors, engines, or other machinery or contrivances for the generation of steam, electricity, gasoline or other forms of power now known or which may be hereafter discovered; automobile, cars, trucks, carriage, wagons, boats, airplanes and airships, and vehicles of every kind and description for the transportation of passengers or goods; machinery, machine supplies, and engineering appliances, hardware, tools, parts, batteries, self-starters, magnetos, igniters, tires, rims, wagon and carriage bodies and all other accessories, apparatus, and appliances; and fuel, oils, and other materials useful in connection with ownership, use, or enjoyment of any of the above;

And to do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

III.  
DURATION

The duration of the Corporation shall be perpetual.

IV.  
PRINCIPAL PLACE OF BUSINESS

The location and post office address of the registered office of this corporation shall be at 303 Spaulding Building, Pocatello, Idaho, and said principle place of business being in Bannock County, Idaho.

V.  
CAPITAL STOCK

The capitalization of this corporation shall be Twenty-Five Thousand and 00/100 (\$25,000.00) Dollars. The total number of authorized shares and par value is twenty-five hundred (2,500) shares at a par value of Ten and 00/100 (\$10.00) Dollars per share, and all shares shall be of the same class and value and have the same voting and other rights. All stock issued shall be fully paid and non-assessable.

VI.  
INCORPORATORS

The names, post office addresses, and number of shares subscribed by each of the incorporators are as follows:

H. Neil Parkin, 316 McKinley, Pocatello, Idaho	One share
Everett M. Evans, 601 Packard, Pocatello, Idaho	One share
Patsy K. Parkin, 316 McKinley, Pocatello, Idaho	One share

VII.  
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended in any respect conformable to the Laws of the State of Idaho by a vote representing a majority in amount of the outstanding capital stock of the corporation.

IN WITNESS WHEREOF, we, the said incorporators have hereunto set our hands and seals this 4<sup>th</sup> day of September, 1964.

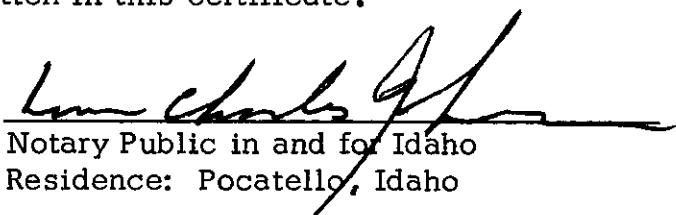
H. Neil Parkin (SEAL)  
Everett M. Evans (SEAL)  
Patsy K. Parkin (SEAL)

STATE OF IDAHO      )  
                        )  
                        ss  
County of BANNOCK)

On the 4 day of September, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared H. Neil Parkin, Everett M. Evans and Patsy K. Parkin, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

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

(SEAL)

  
\_\_\_\_\_  
Notary Public in and for Idaho  
Residence: Pocatello, Idaho