



CERTIFICATE OF INCORPORATION
OF

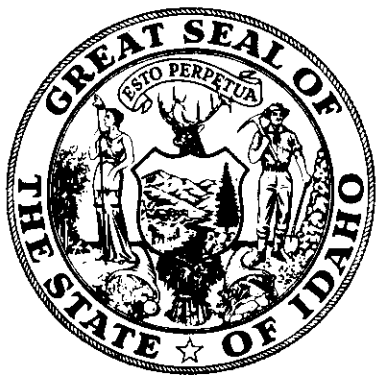
_____ DAVID E. FUSCO, INC. _____

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 _____

_____,
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 _____, 19 80.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
BRUNEEL TIRE SERVICE OF MOSCOW, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of legal age, and at least two-thirds of them being citizens of the United States, in order to form a corporation for the purposes hereinafter stated pursuant to the Business Corporation Act of Idaho, do hereby certify as follows:

FIRST:

The name of the corporation is BRUNEEL TIRE SERVICE OF MOSCOW, INC..

SECOND:

The purpose or purposes for which said corporation is formed are:

The purchase, sale and service of tires and related business activities, as well as the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

THIRD:

The location and post office address of the registered office of the corporation is 824 S. Main, Moscow, Idaho 83843, and the registered agent is Frank Bruneel.

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FOURTH:

The total authorized number of shares is 2,000 shares with no par value.

FIFTH:

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

Frank Bruneel 3211 4th Street Lewiston, Idaho 83501	49 shares
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Lezlie Bruneel 3211 4th Street Lewiston, Idaho 83501	11 shares
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Harold Stump 824 S. Main Moscow, Idaho 83843	40 shares
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SIXTH:

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

SEVENTH:

The board of directors shall consist of three (3) directors, namely: Frank Bruneel, Lezlie Bruneel and Harold Stump, whose addresses are set forth in paragraph Fourth above, or such other number as shall be established by the Bylaws of the corporation. Any vacancies occurring in the office of any director, however occasioned, may be filled by the remaining members of said board. On failure of the board to elect, a special meeting of the stockholders shall be called to fill the vacancy.

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EIGHTH:

The existence of this corporation is to be perpetual.

NINTH:

The directors shall have the power to make and to alter or amend the Bylaws, to fix the amount to be reserved as working capital and to authorize and cause to be executed mortgages and liens without limit as to the amount upon the property and franchise of this corporation.

TENTH:


This corporation shall indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which

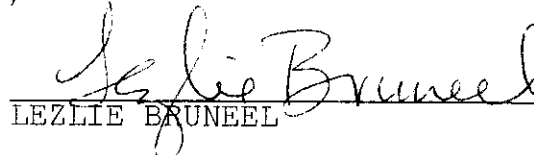
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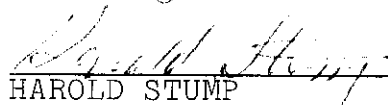
those indemnified may be entitled, under any bylaw, agreement, vote of stockholders, or otherwise.

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record this certificate and do hereby certify that the facts herein stated are true; and we have accordingly hereunto set our respective hands and seals.

DATED at Lewiston, Idaho this 15th day of May, 1980.


FRANK BRUNEEL


LEZLIE BRUNEEL


HAROLD STUMP

ARTICLES OF INCORPORATION

STATE OF IDAHO)
 : ss
County of Nez Perce)

BE IT REMEMBERED that on this 15th day of May, 1980,
personally appeared before me FRANK BRUNEEL, LEZLIE BRUNEEL and
HAROLD STUMP, parties to the foregoing certificate of incorpora-
tion, known to me personally to be such, and I have first made
known to them, and each of them, the contents of said certificate,
and they did each severally acknowledge that they signed, sealed
and delivered the same as their voluntary act and deed, and each
deposes that the facts therein stated were truly set forth.

Given under my hand and seal of office the day and year
hereinabove first written.

(Seal)

Thomas A. Shields
NOTARY PUBLIC in and said State,
Residing at Lewiston, therein.

ARTICLES OF INCORPORATION