

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

RIVER RUN AUTO PARTS, INC.

File number C 108946

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: January 9, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By

Anna Sibel

JAN 9 8 48 AM '95

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
RIVER RUN AUTO PARTS, INC.

ARTICLE I
NAME

The name of this corporation is RIVER RUN AUTO PARTS, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSES

The purpose for which this corporation is organized is the transaction of any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV
CAPITALIZATION

This corporation is authorized to issue only one class of shares, which shall be designated "common" shares. The total authorized number of such shares, which may be issued is 100,000. All of such shares shall have a no par value.

ARTICLE V
REGISTERED OFFICE AND AGENT

The location in the State of Idaho where the registered office for the transaction of the business of this corporation is to be located shall be the City of Ketchum. The name and address in this state of the corporation's initial registered agent is Fred Anderson, 151 Sun Valley Road, Ketchum, Idaho 83340.

PO BOX 1660

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two directors whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Fred Anderson	P. O. Box 1660 Ketchum, Idaho 83340
Marcia Anderson	P. O. Box 1660 Ketchum, Idaho 83340

The members of the initial board of directors shall serve as directors until the first annual meeting of shareholders or until their successors are qualified and elected.

The number of directors may be increased or decreased from time to time by amendment to the Bylaws.

The directors of the corporation are released from personal liability to the corporation or its shareholders to the extent provided in Idaho Code Section 30-1-54(2).

ARTICLES VII
INCORPORATOR

The incorporator and his address is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Fred Anderson	P. O. Box 1660 Ketchum, Idaho 83340

IN WITNESS WHEREOF, for the purpose for forming this corporation under the laws of the State of Idaho, the undersigned incorporator of this corporation has executed these Articles of Incorporation this 6th day of January, 1995.

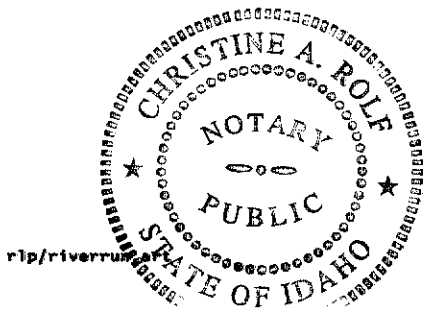


FRED ANDERSON
Incorporator

STATE OF IDAHO,)
) ss.
County of Blaine.)

On this 6th day of January, 1995, before me, the undersigned, a Notary Public in and for said county and state, personally appeared FRED ANDERSON, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.



Christine A. Roef
Notary Public for Idaho
Residing at Hailey, Idaho
Commission expires 6.6.96