Delaware

1990 AUG 22 AM 11:11

RECEIVED
SECRETARY OF STATE

0822901406B.GE001 67358ARTA SOS $50.00

ARTICLES OF INCORPORATION
of
MANCHESTER AUTO CENTER, INC.

TO: THE SECRETARY OF THE STATE OF THE STATE OF IOWA

We, the undersigned, acting as incorporators of a corporation under the Business Corporation Act of Iowa, adopt the following Articles of Incorporation for such corporation:

ARTICLE I
NAME

The name of the corporation shall be:

MANCHESTER AUTO CENTER, INC.

ARTICLE II
POWERS AND PURPOSES

The purpose or purposes which it is authorized to pursue are or include the transaction of any lawful business for which the corporation may be incorporated under the Iowa Business Corporation Act.

ARTICLE III
DURATION

Corporate existence of the Corporation shall commence on August 20, 1990 and shall continue in perpetuity.

ARTICLE IV
AUTHORIZED SHARES

The aggregate number of shares which the corporation has authority to issue is 100,000 shares of common stock having no par value.

ARTICLE V
REGISTERED AGENT

The address of the initial registered office of the corporation in the County of Delaware, shall be 1200 West Main, Manchester, Iowa 52057, and the names of its registered agents at such address are John J. Crock and Kelley D. Crock.

ARTICLE VI
PRE-EMPTIVE RIGHTS

The stockholders of this corporation shall have pre-emptive rights.

FILE No. 39-560
RECORDING FEE $ 15.00
TRANSFER FEE $

FILED FOR RECORD THE 4 DAY OF September, 1990 AT 8:16 O'CLOCK A. M. BOOK 8 PAGE 62

STATE OF IOWA, DELAWARE COUNTY
Joan Sheppard, Recorder
Art. of Inc.

ARTICLE VII

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is two, and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

John J. Crock	R.R. 1 Masonville, Iowa 50654
Kelley D. Crock	R.R. 1 Masonville, Iowa 50654

ARTICLE VIII

INCORPORATORS

The names and addresses of the incorporators are:

John J. Crock	R.R. 1 Masonville, Iowa 50654
Kelley D. Crock	R.R. 1 Masonville, Iowa 50654

Dated this 20TH day of August, 1990.

John J. Crock
John J. Crock
Incorporator

Kelley D. Crock
Kelley D. Crock
Incorporator

ELAINE BAXTER
Secretary of State
FILED
Date: 8/22/1990
Time: 11:11
Receipt:

IOWA

Receipt No. R157489

SECRETARY OF STATE

490 DP-144896
MANCHESTER AUTO CENTER, INC.
C/O KELLEY D. CROCK
RR 1 BOX 33
MASONVILLE IA 50654

ACKNOWLEDGMENT OF DOCUMENT FILED

The secretary of state acknowledges receipt of the following document from the filing party named above:

Articles of Incorporation

The document was filed on Aug. 22, 1990, at 11:11.

The amount of $50.00 was received in full payment of the filing fee.

Elaine Baxter

SECRETARY OF STATE

0015