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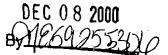


STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

FILED

BUSINESS CORPORATION



ARTICLES OF INCORPORATION (To Be Filed in Duplicate Original)

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended,

adopt(s) the following Articles of Incorporation for such corporation: 1. The name of the corporation is AA Salvage Company (This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1958, as amended.) (Strike if inapplicable.) 2. The period of its duration is (if perpetual, so state) ______perpetual 3. The specific purpose or purposes for which the corporation is organized are: To engage in the automobile salvage business. 4. The aggregate number of shares which the corporation shall have authority to Issue is: (a) If only one class: Total number of shares 1,000 (If the authorized shares are to consist of one class only state the par value of such shares or a statement that all of such shares are to be without par value.): All authorized shares shall have no par value. Or (b) If more than one class: Total number of shares (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1958, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.); N/A 5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended: All shares shall have identical voting and distribution rights.

Form No. 100 Revised: 01/99 2

·	the regulation of the internations of the corporation				he board o	<u>f_direct</u>	ors.		
7. The address of the in	nitial registered office of the	corpora	tion is	10 Weybo	sset Stree	t			
Providence		, RI	02903		and the n		ress, not P.C		
(City/Town)		- '	(Zip Code)						
at such address is	CT Corporation Syste (Name of Ag	_			. •				
names and addresse their successors are as amended, and there	ors constituting the initial books of the persons who are to elected and shall qualify are shall be no board of directors, start as officers until the first annual mo	SOIVE a B: (If this to the title	as directo is a close o se of the ini	rs until the orporation putilal officers o	first annual Insuant to Sec If the corporat	tion 7-1.1-5 ion and the	of sharehi T of the Gen names and i	eral Laws, 1956	
<u>Title</u>	<u>Name</u>					<u>Address</u>			
	James P. Hallett			310 East	t 96th Str	eet, Sui	te 400		
				Indiana	polis, IN	46240		_	
	William Stackhouse			same as above					
	Donald Harris			same as	above				
Karen C. Turner	Name				t 96th Str		te 400		
IO. Date when corpora Date: <u>I2-07-0</u>	· <u>-</u>		r to, nor mo		icles of i			ncorporation)	
				Signature of each Incorporator					
STATE OFINDIAN	\					•			
COUNTY OF MARION									
In <u>Indianapolis</u>	1 011 1111	7th	d	ay of De	cember	,	2000	, personally	
	Karen C. Turner ne and known by me to be t rument by them subscribed	•		-		rument, a	nd they se	veraliy	
		 N/	CLOSU Otary Pub	<u>àe X</u> ic	IVI (C	<u>w</u>			
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