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Note—Articles may be prepared independently of this form. This form to be used if space is adequate.

Articles of Incorporation of

McCOY-SKAGGS COMPANY, Inc.

We, the undersigned, incorporators, hereby associate ourselves together to form and establish a corporation FOR profit under the laws of the State of Kansas.

FIRST: The Name of the Corporation is McCOY-SKAGGS COMPANY, Inc.

SECOND: The Location of its Principal Place of Business in this state is

Dodge City, Kansas

THIRD: The Location of its Registered Office in this State is

200 Military Dodge City, Ford, Kansas
(Number) (Street) (Town or City) (County)

FOURTH: The Name and Address of its Resident Agent in this State is

H. M. Skaggs, Sr.
(Individual or Corporation)
1813 La Mesa Dr. Dodge City, Ford
(Number) (Street) (Town or City) (County)

FIFTH: This Corporation is organized FOR profit and the nature of its business is:

Retail automobile sales and service, and retail sales of automobile repairs, accessories, and supplies, Also, retail sales and service of tractors, and sales of accessories and supplies for tractors, and tractor tires and tubes. Full power shall be given to the company to do all and every act desirable and necessary to carry out the purposes for which it is created.

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SIXTH: The total amount of capital of this corporation is \$120,000.00 and the total number of shares into which it is divided is as follows: (Describe fully the class or classes of stock and the value of each.)

1200 shares of Capital stock, class common par value of 100 dollars each
shares of stock, class par value of dollars each
shares of stock, class without nominal or par value and consideration therefor \$
shares of stock, class without nominal or par value and consideration therefor \$

Statement of all or any of the designations and the powers, preferences and rights and the qualifications, limitations or restrictions thereof, in respect to any class

No special powers, preference, rights, qualifications, limitations or restrictions

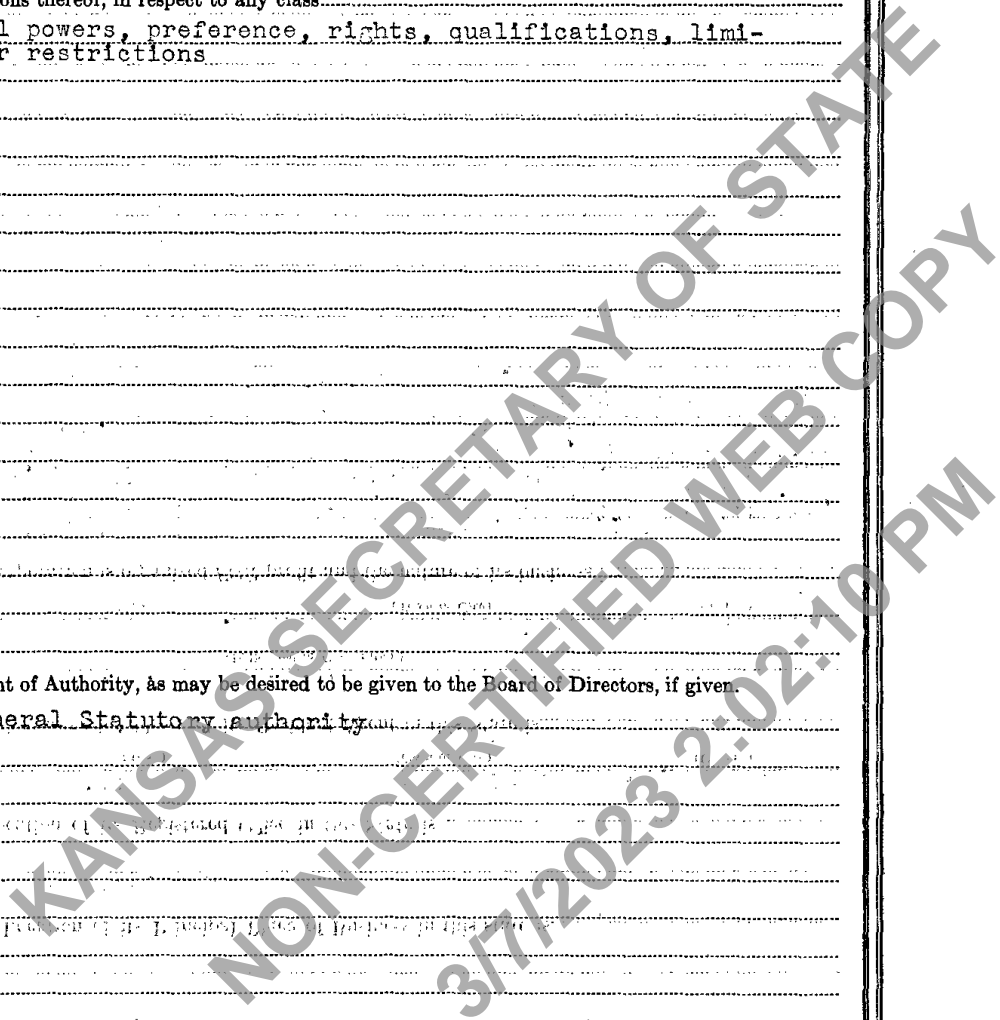
Statement of Grant of Authority, as may be desired to be given to the Board of Directors, if given.

General Statutory Authority

SEVENTH: The Amount of Capital with which this Corporation will commence business is One hundred twenty thousand - - - - - Dollars (Not Less Than One Thousand Dollars (\$1,000))

EIGHTH: The Names and Places of Residence (P. O. Address) of each of the INCORPORATORS:

H. M. Skaggs, Sr.	1613 La Mesa Dr.	Dodge City, Kans.
H. M. Skaggs, Jr.	1200 Central Ave.	Dodge City, Kans.
C. M. Skaggs	1714 6th St.	Dodge City, Kans.
Wayne E. McCoy		Greensburg, Kans.



FIFTY

NINTH: The Term for which this Corporation is to exist is ~~ONE HUNDRED~~ YEARS.

TENTH: The Number of Directors shall be... A minimum of four and a maximum of ten.

In Testimony Whereof, We have hereunto subscribed our names this 31 day of

January, A. D. 1946

H. M. Skaggs Sr.
H. M. Skaggs Jr.
C. M. Skaggs
Wayne E. McCoy

STATE OF KANSAS,

COUNTY OF Ford, ss.

Personally appeared before me, a Notary Public in and for Ford County, Kansas, the above-named H. M. Skaggs, Sr., H. M. Skaggs, Jr., C. M. Skaggs, and Wayne E. McCoy

who are personally known to me to be the same persons who executed the foregoing instrument of writing, and duly acknowledged the execution of the same.

In Testimony Whereof, I have hereunto subscribed my name and affixed my official seal, this 31 day of

January, A. D. 1946

Bernice Williams
Notary Public.

My commission expires Sept 28 - 1947

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[SEAL]

OFFICE OF SECRETARY OF STATE

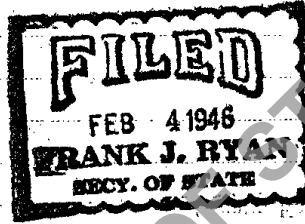
RECEIVED OF McGoy-Skaggs Company, Inc.

and deposited in the State Treasury, fees on these Articles of Incorporation as follows:

February 4, 1946... Application Fee \$ 25.00
 February 4, 1946... Filing and Recording Fee \$ 2.50
 February 4, 1946... Capitalization Fee \$ 110.00

By: Hart Winkman
Chief Clerk.

Frank J. Ryan
Secretary of State.



COPIES OF _____
STATE OF KANSAS

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Articles of Incorporation

OF

McGoy-Skaggs Company, Inc.

For Profit

Location of Registered Office

Dodge City,

FORD COUNTY

Filed this _____ day of _____

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Secretary of State.