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William R. Davis
5525 Broadway
Memphis

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ARTICLES OF INCORPORATION
OF
DA-COR ENTERPRISES, INC.

APPROVED
AND
FILED

NOV 05 1980

E. J. ...
SECRETARY OF STATE OF INDIANA

The undersigned incorporators, desiring to form a corporation (hereinafter referred to as "the Corporation") pursuant to the provisions of the Indiana General Corporations Act, (hereinafter referred to as "the Act"), execute the following Articles of Incorporation.

ARTICLE I

NAME

Section 1. The name of the Corporation is: DA-COR ENTERPRISES, INC.

NOV 29 10 45 AM '80
LIAM BILSKIAN
RECORDER

ARTICLE II

PURPOSES AND POWERS

Section 1. The purposes for which the Corporation is formed are as follows:

Clause (a). To develop and operate self-service car washes.

Clause (b). To act as agent of or representative for any one or more corporations, associations, partnerships, individuals, or other legal entities, to the extent that such activities are lawful under the Act.

Clause (c). To transact any or all lawful business for which corporations may be incorporated under the Act.

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Section 2. The powers of the Corporation include all of the powers granted by the Act, including, but not limited to the following:

Clause (a). To purchase, take, receive, or otherwise acquire, hold, own, pledge, transfer, or otherwise dispose of the Corporation's own shares to the extent permitted by the Act and this power includes the power to purchase the Corporation's own shares to the extent of unreserved and unrestricted capital surplus available therefor.

Clause (b). To indemnify any member of the board of directors or officer or former director or officer of the Corporation, or any person who may have served at the Corporation's request as a director or officer of another corporation in which the Corporation owns shares or of which the Corporation is a creditor, against expenses actually and reasonably incurred by such person in connection with the defense of any action, suit, or proceeding, civil or criminal, in which such person is made a party by reason of being or having been such director or officer, including, but not limited to expenses for attorney's fees, court costs, judgments, fines, penalties, amounts paid in settlement, and other expenses of litigation, except in relation to matters as to which such person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty.

Clause (c). To enter into any lawful arrangement under the Act for sharing profits, union of interest, reciprocal

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association, or cooperative association, or partnership with any one or more corporations, associations, partnerships, individuals, or other legal entities.

ARTICLE III

TERM OF EXISTENCE

Section 1. The period during which the Corporation shall continue is perpetual.

ARTICLE IV

PRINCIPAL OFFICE AND RESIDENT AGENT

Section 1. The post office address of the principal office of the Corporation is 12400 Van Buren Street, Crown Point, Indiana 46307.

Section 2. The name and post office address of the Corporation's resident agent in charge of the Corporation's principal office is WILLIAM B. DAVIS, 12400 Van Buren Street, Crown Point, Indiana 46307.

ARTICLE V

NUMBER OF SHARES

Section 1. The total number of shares which the Corporation has authority to issue is one thousand (1,000) shares with no par value per share.

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ARTICLE VI

TERMS OF SHARES

Section 1. The one thousand (1,000) shares of the Corporation, referred to in Article V herein, shall be common shares, and, any of the Corporation's records, documents, or agreements may refer to these shares as "common stock".

Section 2. The common shares may be issued by the Corporation for such an amount of consideration as may be fixed from time to time by the board of directors. Unless the board of directors shall provide otherwise, all consideration received by the Corporation from the sale of the Corporation's common shares shall be allocated to the Corporation's stated capital.

Section 3. Except as otherwise provided in the Act, holders of the common shares are entitled to receive, when and as declared by the board of directors out of the unreserved and unrestricted earned surplus or capital surplus, or from both, available therefor, dividends payable in cash, in property, or in the shares of the Corporation.

Section 4. In the event of any liquidation, dissolution, or winding up of the Corporation, the holders of the common shares are entitled, after due payment or provision for payment of the debts and other liabilities of the Corporation, to share ratably in the remaining net assets of the Corporation.

Section 5. Except as otherwise provided by law, the Corporation is entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereof,

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for all purposes, and is not bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

Section 6. The Code of By-Laws of the Corporation shall provide other pertinent provisions concerning the shares of the Corporation, including the manner of and all restrictions, imposed by the Corporation, on the transfer of the shares. The Code of By-Laws, including such restrictions on the transfer of shares, shall be amendable as hereinafter provided.

ARTICLE VII

VOTING RIGHTS OF SHARES

Section 1. Except as otherwise provided in the Act, every holder of common shares has the right, at every shareholders' meeting, to one (1) vote for each common share standing in such shareholder's name on the books of the Corporation.

ARTICLE VIII

REQUIREMENTS PRIOR TO TRANSACTING BUSINESS OR INCURRING INDEBTEDNESS

Section 1. The Corporation shall not transact any business nor incur any indebtedness, except as shall be incidental to the Corporation's organization or to obtaining subscriptions to or payment for the Corporation's shares, until there has been paid in for the issuance of shares consideration of the value of at least one thousand dollars (\$1,000.00).

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ARTICLE IX

DIRECTORS

Section 1. The initial board of directors of the Corporation shall be composed of two (2) members. However, the Code of By-Laws may fix the number of directors at any number up to a maximum of five (5) directors.

Section 2. The Code of By-Laws of the Corporation may provide other pertinent provisions concerning the members of the board of directors of the Corporation.

ARTICLE X

INITIAL BOARD OF DIRECTORS

Section 1. The names and post office addresses of the initial members of the board of directors of the Corporation are as follows:

<u>Name</u>	<u>Number and Street</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
WILLIAM B. DAVIS	12400 Van Buren Street	Crown Point	Indiana	46307
WILLIAM C. CORRIGAN	729 Pettibone Street	Crown Point	Indiana	46307

ARTICLE XI

INCORPORATORS

Section 1. The names and post office addresses of the

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incorporators of the Corporation are as follows:

<u>Name</u>	<u>Number and Street</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
WILLIAM B. DAVIS	12400 Van Buren Street	Crown Point	Indiana	46307
WILLIAM C. CORRIGAN	729 Pettibone Street	Crown Point	Indiana	46307

ARTICLE XII

PROVISION FOR REGULATIONS OF BUSINESS AND CONDUCT
OF AFFAIRS OF CORPORATION

Section 1. Meetings of the shareholders of the Corporation shall be held at such place, within or without the state of Indiana, as may be specified in the Code of By-Laws of the Corporation or in the respective notices, or waivers of notice, thereof. Any action required or permitted to be taken at any meeting of the shareholders may be taken without a meeting if, prior to such action, a consent in writing setting forth the action to be taken is signed by all of the shareholders entitled to vote with respect thereto, and such written consent is filed with the minutes of the proceedings of the shareholders.

Section 2. Meeting of the board of directors of the Corporation shall be held at such place, within or without the state of Indiana, as may be specified in the Code of By-Laws of the Corporation or in the respective notices, or waivers of notice, thereof. Any action required or permitted to be taken at any meeting of

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the board of directors, or of any committee thereof, may be taken without a meeting, if prior to such action, a consent in writing setting forth the action to be taken is signed by all members of the board of directors or of such committee, as the case may be, and such written consent is filed with the minutes of the proceedings of the board of directors of such committee.

Section 3. Except as otherwise provided by law, the records, documents, and agreements of the Corporation may be kept at any place or places within or without the state of Indiana, as may be specified in the Code of By-Laws of the Corporation.

Section 4. Each member of the board of directors of the Corporation shall be fully protected in relying in good faith upon the books of account of the Corporation or statements prepared by any of the Corporation's officers and employees as to the value and amount of the assets, liabilities, and net profits or losses of the Corporation, or any of such items or in relying in good faith upon any other information pertinent to the existence and amount of surplus or other funds from which dividends might properly be declared and paid.

Section 5. Except as otherwise provided in the Act, the board of directors of the Corporation have power to fix and determine the amounts to be reserved as working capital of the Corporation, and, before the payment of any dividends, the board of directors may set aside out of the net profits or earned surplus of the Corporation such sums as the board of directors determines to be proper for the best interest of the Corporation.

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Section 6. The Corporation reserves the right to increase or decrease the number of the Corporation's authorized shares, or any class or series thereof, and to reclassify the same, and to amend, alter, or repeal any provision contained in the Articles of Incorporation, or in any amendment hereto, or to add any provisions in the Articles of Incorporation or to any amendment hereto, in any manner now or hereafter permitted by the provisions of the Act, or by the provisions of any other applicable statute of the state of Indiana and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

Section 7. The Code of By-Laws may provide other pertinent provisions for the regulation of the business and conduct of the affairs of the Corporation.

Section 8. Notwithstanding any other provision herein, the power to amend, alter, or repeal the Code of By-Laws or to adopt a new Code of By-Laws is in the holders of the common shares, but the affirmative vote of the holders of fifty-one percent (51%) of the common shares issued and outstanding is necessary to exercise that power.

Section 9. Notwithstanding any other provision herein, the power to amend, alter, or repeal these Articles of Incorporation is in the holders of the common shares, but the affirmative vote of the holders of fifty-one percent (51%) of the common shares issued and outstanding is necessary to exercise that power.

