

FILED/EFFECTIVE

2003 MAR -3 AM 8:59

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

WesTran Freight Systems, Inc.

To the Secretary of the State of Idaho

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation:

ARTICLE I

The name of the corporation is WesTran Freight Systems, Inc.

ARTICLE II

The number of shares the corporation is authorized to issue is 10,000.

ARTICLE III

The street address of the registered office is 582 E. Boise Avenue Boise, ID 83706, and the registered agent at such address is Paul E. Levy.

ARTICLE IV

The name and address of the incorporator is: Paul E. Levy.

ARTICLE V

The mailing address of the corporation shall be 582 E. Boise Avenue, Boise, Idaho 83706.

ARTICLE VI

The names and address of the individuals who will serve as the initial directors are:

Michael E. Graves

Paul E. Levy

IDAHO SECRETARY OF STATE
03/04/2003 05:00
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ARTICLE VII

The purpose or purposes for which the corporation is organized is to act as an interstate and intrastate freight trucking and transportation business and to conduct any other lawful business activity permitted by law, within and outside of the State of Idaho.

ARTICLE VIII

The shares of stock to be issued by the corporation shall be subject to certain restrictions on the transfer thereof, such restrictions being set forth in the corporate by-laws.

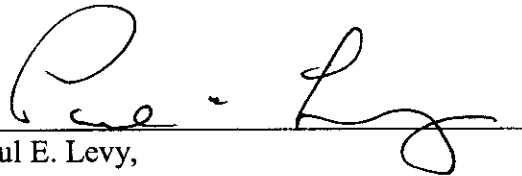
ARTICLE IX

The corporation elects not to allow shareholders to cumulate their votes for the election of directors.

ARTICLE X

The corporation elects to have preemptive rights as provided by Idaho Code § 30-1-630.

DATED This 21 day of February, 2003.

A handwritten signature in black ink, appearing to read "Paul E. Levy", is written over a horizontal line.

Paul E. Levy,
Incorporator