

Department of State

CERTIFICATE OF INCORPORATION

JAS. H. YOUNG

I, ~~JAS. H. YOUNG~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

T. R. COMPTON, INC.

was filed in the office of the Secretary of State on the **first** day of **May** A.D. One Thousand Nine Hundred **Fifty-six** and duly recorded on Film No. **94** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual** existence from the date hereof, with its registered office in this State located at **Boise** in the County of **Ada**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State.

Done at Boise City, the Capital of Idaho, this **1st** day of **May** A.D., 19**56**.

Secretary of State.

ARTICLES OF INCORPORATION

of

T. R. COMPTON, INC.

* * *

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to "The Business Corporation Act" of the State of Idaho, do hereby certify as follows:

I

The name of this corporation is:

T. R. COMPTON, INC.

II

The purposes for which this corporation is formed are:

(a) To engage in, conduct and carry out a general hauling and transfer business for hire;

(b) To engage in, conduct and carry on, in all its various branches, the business of transferring and transporting for hire persons, goods, wares and merchandise of every kind and character; and to engage in the business of a common and contract carrier of persons, goods, wares and merchandise within or between the various states of the United States, and between the United States and foreign countries;

(c) To operate or let out for hire trucks, automobiles, coaches, busses, taxicabs, and any and all other power-propelled, -drawn or -driven vehicles and devices;

(d) To construct, lease or otherwise acquire, maintain, utilize and operate buildings and storage facilities for the purpose of and to store, repair, care for and maintain trucks, automobiles, busses, taxicabs and vehicles of every kind, nature and description;

(e) To acquire, either by purchase or lease, own, sell, as owner or on consignment or commission, let out for hire and generally deal in trucks, coaches, busses, automobiles and generally any vehicle of any kind or description; and to deal in attachments, accessories, supplies, tools, appliances and other articles pertaining thereto or used in connection therewith;

(f) To acquire, own, lease (either as lessor or as lessee), and maintain storage warehouses for the storage and deposit of goods, wares and merchandise of every kind and description, and to issue warehouse receipts therefor, and to make advances on goods, wares and merchandise stored or deposited with it;

(g) To purchase, acquire, hold, mortgage, pledge, transfer or otherwise dispose of or deal in real estate, personal property, shares of capital stock, bonds, debentures, notes or other securities or evidences of indebtedness of or with any person, association, partnership or corporation; and to receive, collect and dispose of dividends, interest or other income upon any securities held by it; and to exercise any and all rights and privileges of ownership thereof; and with respect thereto to generally act as principal, agent or broker;

(h) To purchase, acquire, develop, turn to account, sell, exchange, lease (either as lessor or lessee) any real estate in which this corporation has an interest; and to erect, construct, alter and maintain buildings or structures thereon;

(i) To acquire, hold, sell, or otherwise dispose of, all or any part of the capital stock, assets or good will of any business, person, firm, copartnership, association or corporation engaged in any type of business whatsoever; and to hold, utilize or in any manner dispose of the whole or any part of the stock-in-trade, assets, good will and rights so acquired; and to conduct in any manner, in whole or in part, any business so acquired; and to undertake or assume the whole or any part of the obligations, liabilities or indebtedness of any person, firm, partnership, association or corporation in connection with the business so acquired;

(j) To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided, further, that the shares of its own stock owned by it shall not be voted upon directly or indirectly;

(k) To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or desirable for the furtherance of the business of this corporation, with any persons, firms, corporation, associations, any state, territory or municipality of the United States or any foreign country, government or body politic;

(l) To adopt, apply for and register, purchase, lease or otherwise acquire and to use, maintain and protect and to sell, assign, or grant licenses or other rights in respect of any trade marks, trade names, patents, patent rights, copyrights, inventions, formulas, processes and rights analogous thereto;

(m) To borrow money for any purpose of this corporation, without limit as to amount, and to issue bonds, debentures, notes or other evidences of indebtedness, secured or unsecured, of this corporation, for the monies so borrowed, or in payment for property acquired, or for any other objects or purposes of this corporation, or in connection with its business; to secure payment of such debentures, notes or other obligations by mortgages or deeds of trust or pledges or other liens upon any or all of the property of this corporation, wheresoever situated;

(n) To carry out all or any part of the foregoing objects or purposes as principal or agent, or otherwise, either alone or in conjunction with or as copartner or joint venturer with any person, association, or other corporation, and in any part of the world; and in carrying on its business and for the purposes of attaining or furthering any of its objects or purposes, to make and perform such contracts of any kind and description, to do such acts and such things, and to exercise any and all such powers as a natural person could lawfully make, perform, do or exercise, provided that the same be not inconsistent with the objects or purposes of this corporation, or the statutes of the State of Idaho;

(o) To conduct its business in all or any of its branches in the State of Idaho and in any and all other states, territories, possessions, colonies and dependencies of the United States of America and in the District of Columbia, and in any or all foreign countries, and to have one or more offices within or outside of the State of Idaho;

(p) The objects as specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles. The objects, purposes and powers specified in each of the clauses or paragraphs in these Articles shall be regarded as independent objects, purposes and powers.

The foregoing shall be construed as objects and powers and the enumeration thereof shall not be held to limit or restrain in any manner the general powers now or hereafter conferred on this corporation by the statutes of the State of Idaho.

III

The period of existence and the duration of the life of this corporation shall be perpetual.

IV

The location and postoffice address of the registered office of this corporation in the State of Idaho shall be Boise, in the County of Ada, State of Idaho.

V

This corporation shall be authorized to issue one class of shares of capital stock, which will be identified by the term "common stock." Accordingly, this corporation shall be authorized to issue 3,000 shares of common stock. Each share shall have a par value of \$10.00. The aggregate par value of said authorized common stock shall be \$30,000.00.

VI

The names and postoffice addresses of each of the incorporators of this corporation and the number of shares of common stock subscribed by each of those incorporators are as follows:

<u>Name</u>	<u>Address</u>	<u>Common Stock Subscribed</u>
T. R. Compton	^{905 Front} Boise, Idaho	One share
Helen Compton	Boise, Idaho	One share
John E. Zimmerman	Boise, Idaho	One share

Each of the persons above enumerated as an incorporator is a natural person over the age of twenty-one years and is a citizen of the United States of America.


VII

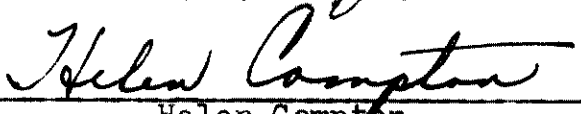
The capital stock of this corporation shall be nonassessable; and the private property of the shareholders in this corporation shall not be liable for the debts, obligations or liabilities of this corporation.

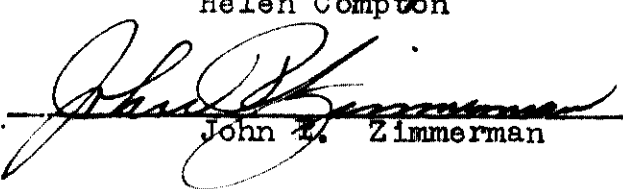
VIII

A member of the Board of Directors of this corporation shall not be required to be a holder of any of the shares of the common stock of this corporation.

IN WITNESS WHEREOF, For the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation the 30th day of April, 1956.


T. R. Compton

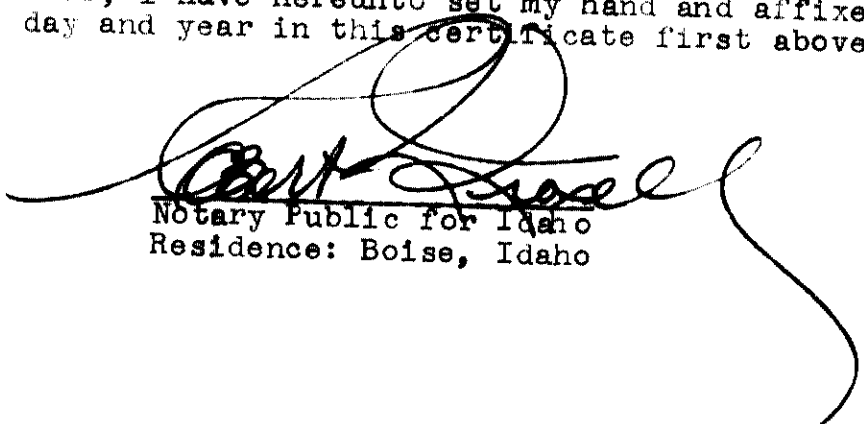

Helen Compton


John E. Zimmerman

STATE OF IDAHO)
County of Ada) ss.

On this 30th day of April, 1956, before me, the undersigned, a Notary Public in and for said State, personally appeared T. R. COMPTON, HELEN COMPTON and JOHN F. ZIMMERMAN, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that each had executed the same; and I further certify that each of said persons acknowledged to me that he or she was over the age of 21 years and was a citizen of the United States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residence: Boise, Idaho