

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

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

BUHL-TWIN FALLS TRUCK LINES, INCORPORATED

was filed in the office of the Secretary of State on the **Eighth** day
of **December** A.D. One Thousand Nine Hundred **Fifty-eight** and
duly recorded on Film No. **105** 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
Twin Falls in the County of **Twin Falls**

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 **8th** day of **December**,
A.D., 19 **58**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

BUHL-TWIN FALLS TRUCK LINES, INC.

Churchill & Bell

ATTORNEYS
203 MCCARTY BLDG.
BOISE, IDAHO

KNOW ALL MEN BY THESE PRESENTS:

That we the undersigned, being all residents of the United States of America and of the State of Idaho, and being of full age, do hereby organize to form a corporation for the purpose of operating a trucking and storage company in accordance with and pursuant to the laws of the United States and of the State of Idaho, and do hereby certify;

I. That the name of the Corporation shall be:

"BUHL-TWIN FALLS TRUCK LINES, INCORPORATED"

II. This corporation is organized for the purpose of engaging in and conducting the following business:

(a) To carry on a general trucking and warehousing business, that of hauling and transporting materials and commodities in carload lots and partials of same, and to warehouse or store the same, and to that end to buy, sell, deal in, and handle, both as principal and agent, truck equipment, hoists, cabs, winches, cranes, trailers, dumping equipment, parts, service, and all allied and interdependent lines of business incident to said business of said corporation which shall be deemed to include the making, entering into, performance, and carrying out of contracts for selling, setting up, and maintaining said machinery and equipment; the entering into contracts of all kinds with individuals, corporations, partnerships, commissions, boards, and others relating thereto; the carrying on of said business in the capacity of sellers, buyers, dealers, and agents; the servicing of all machinery and equipment of all kinds connected therewith or related or incident thereto.

(b) To acquire the good will, rights, and property and franchises, licenses or permits, and to undertake and hold all or any part of the assets or liabilities of any person, firm, association, or corporation engaged in the business herein

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authorized, or incident thereto, to pay for the same in cash or stock of this company or bonds and to hold or in any manner to dispose of the whole or any part of the property or assets so acquired; to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business and in connection therewith, to guarantee and assume the outstanding securities or obligations of said business.

(c) To purchase, lease, hire or otherwise acquire any lands, tenements, warehouses, storehouses, plants, machinery, or other property, and to erect and construct any buildings, plant, machinery or things necessary or convenient for the carrying out of the purposes of the company.

(d) To borrow money for the purposes of this corporation; to issue bonds, notes and debentures, and other evidences of indebtedness therefor, and to secure the same by mortgage or pledge of personal property, including the income of said corporation, or by mortgage of real property, executed in trust or otherwise. All or any portion of the real or personal property of the corporation may be so pledged, mortgaged or hypothecated.

(e) To make, accept, endorse, and execute promissory notes, bills of exchange and other negotiable instruments.

(f) To exercise generally the powers customarily exercised by business corporations, and particularly the powers provided by the State of Idaho's laws, and any state of the United States.

(g) The foregoing clauses, by reason of the specific enumeration of powers, shall not be held to restrict the power of the corporation to do any of the things within the purvue of its general purposes.

III. Duration of the existance of the corporation shall be perpetual.

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IV. The location of the registered office, and the principal place of business shall be Twin Falls, Twin Falls County, State of Idaho.

V. The capital stock of the company shall be in the amount of ten thousand dollars, (\$10,000.00), which shall consist of one thousand shares of common stock of a par value of ten dollars each.

VI. Each share of stock shall carry the right to one vote in the company for each said share all shares shall have accumulative voting rights. For voting purposes, a majority in any case shall consist of a simple plurality of votes cast. A quorum for the meetings of both the shareholders, and the directors shall consist of two-thirds of the directors, or the outstanding shares of stock.

VII. Any ammendment to these articles may be made by a vote of the majority of the shareholders at a meeting called for such purposes, provided there is a quorum present at such meetings.

VIII. The Capital stock of the corporation may be reduced by a vote of the majority of the shareholders at a meeting called for such purpose and provided there is a quorum present at such meeting.

IX. The meetings of the shareholders of this corporation shall be held within the territorial boundaries of the State of Idaho.

X. The number of directors of the corporation shall be three.

XI. The directors of this corporation shall not have the power to ammend the bylaws in any way which will broaden or restrict the powers of the board of Directors as stipulated in the said by-laws.

XII. Subject to the provisions of paragraph eleven of these articles, the board of directors shall have the power to amend the by-laws of this corporation.

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XIII. The directors of this corporation shall hold office for a term of one year. Said directors shall be elected each year at the annual meeting of the shareholders.

XIV. There shall be no pre-emptive rights allowed to any of the shareholders of this corporation.

XV. The name and post office of each of the incorporators and the number of shares of stock subscribed by each are as follows, to-wit:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Ralph E. Harris	222 7th Avenue North Twin Falls, Idaho	998
Frank E. Lintz	118 7th Avenue South Buhl, Idaho	1
Howard H. Burkhardt	421 Fourth Avenue East Twin Falls, Idaho	1

IN WITNESS WHEREOF, we have made and signed these articles in duplicate this day of ,
 in the year one thousand nine hundred and fifty-eight.

Ralph E. Harris
Howard H. Burkhardt
Frank E. Lintz

STATE OF IDAHO)
 : ss.
 County of ~~Twin Falls~~)

On this 5th day of November, 1958, before me personally appeared RALPH E. HARRIS, FRANK E. LINTZ, and HOWARD H. BURKHART, known to me to be the persons whose names are subscribed to the foregoing Articles and acknowledged to me that they have executed the same.

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

Winston H. Churchill
 Kenneth G. Bell

Winston Churchill
 Notary Public for Idaho
 Residence: Boise, Idaho

(S E A L)