



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

LEE'S TRANSFER & STORAGE CO.

was filed in the office of the Secretary of State on the **Second** day of **December** A.D. One Thousand Nine Hundred **Sixty-four** and **will be** duly recorded on ~~Film~~ **Microfilm** 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 **Coeur d'Alene** in the County of **Kootenai**

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 **2nd** day of **December**, A.D., **1964**.

Secretary of State.

ARTICLES OF INCORPORATION
of
LUKE'S TRANSFER & STORAGE CO.

We, the undersigned, all citizens of the United States of America, of legal age and subscribers to shares of the corporation to be organized pursuant hereto, for the purposes of forming a corporation under the laws of the State of Idaho, hereby adopt the following

ARTICLES OF INCORPORATION

I.

The name of the proposed corporation is LUKE'S TRANSFER & STORAGE CO.

II.

The purposes of this corporation are:

To engage in the general business of transferring, trucking and transporting goods, wares, merchandise and other property; to move, store and pack personal property of every kind and description and to do a general warehouse business; to receive for safekeeping and storage, goods, wares, merchandise and other property of all kinds; to issue warrants to persons warehousing goods with the company and to lend money upon the security of such goods;

To engage in the purchase and sale at wholesale and retail and the shipment and transportation of wood, coal and fuel of every kind and description and the construction, purchase, leasing and operation of docks, yards and warehouses;

To act as contractor for the construction, repairing and remodeling of structures, buildings and public works of all kinds, and for the improvement of real estate, and the doing of any and all other business and contracting incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper or convenient for or incidental to the furtherance or the carrying out of the powers and purposes herein mentioned; to lay pipelines or water mains; to engage in, conduct and carry on as principals, agents or in any capacity whatever, the business of demolishing and dismantling structures, buildings and public works;

To engage in the business of moving houses, buildings and other structures and of constructing and rigging requiring the use of heavy mechanical equipment including cranes and rigging devices;

To issue stocks and/or bonds, to raise necessary capital to carry out the effect hereof; to own, buy, sell, lease, mortgage, pledge and hypothecate, or in any other way to encumber real and/or personal properties; to execute and deliver instruments necessary therefor; to borrow money; to buy, sell, trade or in any way deal with the stock of this corporation or of any other corporation; to merge or consolidate with any corporation whose stock, bonds or other obligations are held or in any manner guaranteed by the company, or in which the company is in any way interested;

To exercise all the powers granted by the provisions of Chapter 30-114, Idaho Code, and to do act and perform all the said powers for the purpose of carrying out the operation, intent and objectives of this corporation.

III.

The duration of this corporation shall be perpetual.

IV.

The location and post office address of the registered office of this corporation in the State of Idaho is 705 Lincoln Way, Coeur d'Alene, Idaho.

V.

The total number of par value shares authorized is 2,500 shares of common stock having a par value of \$100 per share. The aggregate par value of the total authorized number of par value shares is \$250,000.00.

VI.

The holders of shares of any class of the corporation's stock shall have the first right, during a reasonable time to be fixed by the board of directors, to purchase shares of the same class authorized for sale by the corporation, in proportion to their respective holdings of shares of such class at a price to be fixed by the board of directors, but not less than par value.

VII.

The names and post office addresses of the incorporators and the number and class of shares for which each subscribes is as follows:

<u>Name and Address</u>	<u>No. of Shares Common Stock</u>
Luke Garron P. O. Box 649 Coeur d'Alene, Idaho	1
Della Garron P. O. Box 649 Coeur d'Alene, Idaho	1
John McHugh 816 Sherman Avenue Coeur d'Alene, Idaho	1

VIII.

The following provisions are adopted for the purpose of further defining, limiting and regulating the business of the corporation, its directors and stockholders:

(a) The directors may from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books (other than the stock ledger) of the corporation shall be open to the inspection of stockholders and no stockholder shall have any right of such inspection, except as such right is conferred by statute or expressly authorized by resolution of the board of directors.

(b) Both stockholders and directors shall have power, if the by-laws provide, to hold their meetings within or without the State of Idaho, to have one or more offices in addition to the principal office at Coeur d'Alene, Idaho, and to keep the books of the corporation (subject to statutory provisions) outside the State of Idaho at such places as the board of directors may from time to time designate.

(c) The board of directors is expressly authorized, without the assent of the shareholders, to make, enter, amend and rescind the by-laws of the corporation; provided, however, that it is not empowered to alter, amend or rescind any by-laws relating to the number of directors of this corporation, their qualification, the method and manner of voting for their selection, the terms of their offices or their compensation, and it shall not abrogate the shareholders' right to exclusive control of these matters.

(d) Additional powers may be conferred upon the board of directors of the corporation from time to time by its by-laws or by vote of a majority of the stockholders at a regular or special meeting

called for that purpose, and any powers so given may be revoked in the same manner, except insofar as they may have been exercised before revocation.

(e) Directors and officers of the corporation need not be residents of the State of Idaho nor shareholders of the corporation.

IN WITNESS WHEREOF, we, being all of the incorporators above named, have hereunto set our respective hands and seals this 30th day of November, 1964.

Luke Garron
Luke Garron

Della Garron
Della Garron

John McHugh
John McHugh

STATE OF IDAHO :

ss.

County of Kootenai :

On this 30th day of November, 1964, before me, the undersigned Notary Public, personally appeared LUKE GARRON, DELLA GARRON and JOHN McHUGH, known to me to be the persons who executed the foregoing Articles of Incorporation and acknowledged to me that they signed the same.

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

Ray Sedge
Notary Public for Idaho, residing
at Coeur d'Alene
My commission expires: 1/29/66