



CERTIFICATE OF INCORPORATION

LEWIS E. CLAPP

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

LEWIS-CLARK TRANSIT AND SCENIC TOURS, INC.

was filed in the office of the Secretary of State on the **August** **10th** day

of **1966** and A.D. One Thousand Nine Hundred **Sixty-six**

duly recorded on Film No. **11111 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 **Leviston, Nez Perce.** in the County of

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, **10th** day of **August**, **66**, A.D., 19

Secretary of State.

ARTICLES OF INCORPORATION

of

LEWIS-CLARK TRANSIT AND SCENIC TOURS, INC.

We, the undersigned, being all adult citizens of the United States, hereby associate ourselves together for the purpose of forming a corporation pursuant to Chapter 1 of Title 30, Idaho Code, and all acts supplemental thereto and amendatory thereof, and we do hereby adopt and certify the following Articles of Incorporation, to-wit:

ARTICLE I (Name)

The name of this corporation shall be the **LEWIS-CLARK TRANSIT AND SCENIC TOURS, INC.**

ARTICLE II (Term)

The term of existence of this corporation shall be perpetual.

ARTICLE III (Purposes)

The corporation's purposes are:

1. To engage in the business of transporting persons and property for hire by motor vehicle, aircraft, watercraft, and other means of conveyance, as a common carrier or otherwise, and to acquire, own, operate, lease, and dispose of like businesses.
2. To engage in any business related or unrelated to that described in paragraph 1. above in this article and from time to time authorized and approved by the Board of Directors of this corporation.
3. To acquire by purchase, lease, or otherwise, and to improve and to develop real or personal property.
4. To act as a partner or joint venturer in any transaction and to acquire and use assumed business names and conduct any business thereunder which the corporation may lawfully conduct.
5. To acquire by purchase or otherwise the stock of this corporation.
6. To have and exercise all rights and powers now or hereafter granted to business corporations by law.

ARTICLE IV
(Principal Office)

The place where the principal office of this corporation shall be maintained and its principal place of business is Lewiston, Nez Perce County, Idaho, but the corporation may maintain offices and transact business in any other state in the United States. The registered address of this corporation in the State of Idaho shall be Lewiston, Idaho.

ARTICLE V
(Capital Stock)

The total authorized capital stock of this corporation is the sum of \$100,000.00 divided into 4,000 shares of the par value of \$25.00 per share. It may be issued by the corporation from time to time for such considerations as labor, service, money, or property (real or personal) as may be fixed from time to time by the Board of Directors. The stock of this corporation shall be non-assessable.

ARTICLE VI
(Incorporation)

The names, post office addresses of the incorporators, each being of full legal age, and the number of shares of stock subscribed by each are as follows:

<u>Name</u>	<u>Address:</u>	<u>Number of Shares</u>
Rex M. Thomas	3632 - 13th Street, Lewiston, Idaho	1
Etta Thomas	3632 - 13th Street, Lewiston, Idaho	1
William T. Erickson	Box 73, Genesee, Idaho	1

The incorporators shall serve as directors and shall manage and control the affairs of the corporation until the first meeting of shareholders for the adoption of by-laws of the corporation and the completion of the organization.

ARTICLE VII
(Directors)

The directors of this corporation shall be not less than three or more than nine and the number, qualifications, terms of office, manner of election, time, place, manner

of calling meetings, and powers and duties of the directors shall be prescribed by the by-laws.

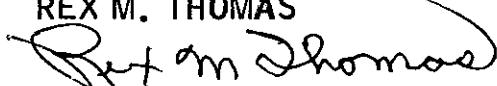
ARTICLE VIII (Officers)

The officers of this corporation shall consist of a president, vice president, secretary, treasurer or secretary-treasurer, and such other offices as the Board of Directors of the corporation shall deem necessary, all of whom shall be elected by the Board of Directors and hold office during the pleasure of the board. Each of the officers shall have such powers as may be conferred upon him by the by-laws of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this _____ day of August, 1966.

REX M. THOMAS

(SEAL)



ETTA THOMAS

(SEAL)



WILLIAM T. ERICKSON

(SEAL)



STATE OF IDAHO)
) ss.
County of Nez Perce)

On this 9th day of August, 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared REX M. THOMAS, ETTA THOMAS, and WILLIAM T. ERICKSON, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and severally acknowledged to me that they 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.

(SEAL)

William O. Stellmon
Notary Public in and for said State,
Residing at Lewiston, therein.