



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

GARRETT FREIGHTLINES, INC.

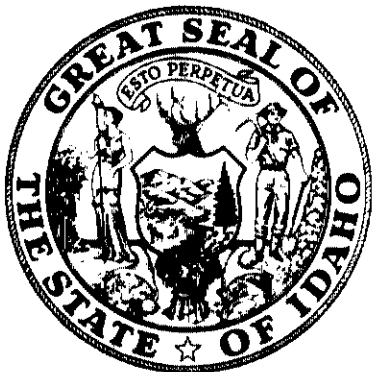
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

GARRETT FREIGHTLINES, INC.

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated November 15, 19 79



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

FILED

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RESTATED ARTICLES OF INCORPORATION
OF
GARRETT FREIGHTLINES, INC.
SECRETARY OF
STATE

Pursuant to the provisions of Section 30-1-64 of the Idaho Business Corporation Act, the undersigned Corporation, pursuant to a resolution duly adopted by its Board of Directors, hereby adopts the following Restated Articles of Incorporation:

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ARTICLE I.

The name of the corporation shall be "GARRETT FREIGHTLINES, INC."

ARTICLE II.

The said corporation is formed for the purpose of transporting persons or property by any and all methods or means in interstate, intrastate and foreign commerce, whether within or without the United States of America; if engaging in a general transfer, drayage and delivery business; of operating busses and taxi cabs; of packing and storing goods, wares, and merchandise of all kinds; of operating passenger and freight terminals and depots of all kinds; of operating motor vehicle garages and all other types of maintenance and repair shops; of manufacturing, dealing in, selling, at wholesale or retail, all types of machinery, appliances, equipment and supplies used in or related to the transportation of persons or property; of buying, selling, leasing, owning and operating buildings, warehouses, manufacturing plants, depots, and business establishments of all kinds related in any way to the transportation business; and doing and performing all other acts and exercising all other powers incidental to carrying out the foregoing express purposes, including all general powers granted to business corporations under present or future laws of the State of Idaho.

ARTICLE III.

The principal office of the corporation is the City of Pocatello, County of Bannock, State of Idaho.

ARTICLE IV.

The term for which the said corporation is to exist is perpetual.

ARTICLE V.

The number of Directors of said corporation shall be not less than five (5) nor more than nine (9). All shall be elected at the annual meeting of the stockholders of the corporation at which meeting the stockholders shall also designate the number of Directors to serve for the ensuing year. None of the Directors need be stockholders.

ARTICLE VI.

Rights, voting powers, preferences and restrictions granted to or imposed on the capital stock of said corporation, are as follows:

The capital stock of this corporation shall be Five Million One Hundred Forty-Six Thousand Dollars (\$5,146,000.00), and shall be divided into Three Thousand One Hundred (3,100) shares of common stock, of a par value of One Thousand Six Hundred and Sixty Dollars (\$1,660.00) each, and shall be non-assessable for any purpose whatever.

A holder of common stock of Garrett Freightlines, Inc., shall have the right to cast one (1) vote in person or by proxy for each share of common stock entered in his name on the books of the corporation at any meeting of stockholders.

ARTICLE VII.

No holder of stock or of securities convertible into, or evidencing the right to purchase, stock of the Corporation, shall be entitled as of right to subscribe for, purchase, or receive any part of any issue of stock or of securities convertible into, or evidencing the right to purchase, stock now or hereafter authorized, but all of such additional shares of stock or of securities convertible into, or evidencing the right to purchase, stock may be issued and disposed of by the Board of Directors to such persons, firms or corporations and at such price and for such consideration as the Board of Directors in their absolute discretion may deem advisable.

ARTICLE VIII.

That the whole of the original Articles of Incorporation of Garrett Freightlines, Inc., being Articles I to VII, both numbers inclusive, and all amendments thereto prior to the date these "Altered and Amended Articles of Incorporation" become effective, be and the same are hereby repealed.

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The foregoing Restated Articles of Incorporation correctly set forth without change the corresponding provisions of the Altered and Amended Articles of Incorporation and supersede the original Articles of Incorporation and all amendments thereto this 13th day of November, 1979.

ATTEST:

GARRETT FREIGHTLINES, INC.

Frederick C. Lyon
Secretary

L. M. Allsberry
President

VERIFICATION

STATE OF IDAHO)
) ss
COUNTY OF BANNOCK)

I, Richard L. Hall, a notary public, do hereby certify that on this 13th day of November, 1979, personally appeared before me, L. M. Allsberry and Frederick C. Lyon, who, being by me first duly sworn, declared that they are the President and Secretary, respectively, of Garrett Freightlines, Inc., and they signed the foregoing document as duly authorized officers of the corporation, and that the statements therein contained are true.

Richard L. Hall
Notary Public of Idaho
Residing at: Pocatello, ID
My Commission Expires: Life

(Notarial Seal)