



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ~~IRVING H. MASTERS~~ **IRA H. MASTERS**, 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

GARRETT FREIGHTLINES, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **twenty-eighth** day of **October, 1952**,

original articles of amendment, as provided by Sections 30-146 and 30-147, Idaho Code, adding Article VI-A pertaining to the issuance and disposal of shares of stock now or hereafter authorized by the corporation,

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **77** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **28th** day
of **October**, in the year of our Lord
one thousand nine hundred **fifty-two**,
and of the Independence of the United States of
America the One Hundred **Seventy-seventh**.

Secretary of State.

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
GARRETT FREIGHTLINES, INC.

We, the undersigned, C. A. Garrett and Norman V. Stedtfeld, President and Secretary, respectively, of Garrett Freightlines, Inc., do hereby certify that pursuant to call of the President and notice thereof to all stockholders of Garrett Freightlines, Inc., said call being made by the President and notice given by the Secretary on the 21st day of October, 1952, a special meeting of the stockholders of Garrett Freightlines, Inc., was held at the office of the corporation at 2055 Pole Line Road, Pocatello, Bannock County, Idaho, on the 27th day of October, 1952, at which said meeting more than two-thirds of the issued and outstanding stock of Garrett Freightlines, Inc., both common and preferred, was represented by the owners and holders thereof in person and a total of 72,164 shares out of 73,976 issued and outstanding, in person or by proxy; that at said meeting by resolution unanimously passed and adopted the following amendment to the Articles of Incorporation of Garrett Freightlines, Inc., was duly and regularly adopted and approved by unanimous vote of the stockholders at said meeting, to-wit:

That said Articles of Incorporation were amended by inserting therein immediately following Article VI thereof, a new section to be known as Article VI-A, reading as follows:

VI-A

"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."

That attached hereto and made part hereof is a certified copy of the resolution of the stockholders of Garrett Freightlines, Inc., adopted at said meeting, amending said Articles of Incorporation, as aforesaid.

IN WITNESS WHEREOF, the President and Secretary of Garrett Freightlines, Inc., have hereunto set their hands and affixed the seal of said

corporation this 27th day of October, 1952, at Pocatello, Bannock County, Idaho.

C. A. Garrett
President, Garrett Freightlines, Inc.

ATTEST:

Norman V. Stedtfeld
Secretary

STATE OF IDAHO)
) ss.
COUNTY OF BANNOCK)

C. A. GARRETT and NORMAN V. STEDTFELD, being duly sworn, each for himself, depose and say that they are the duly elected, qualified and acting President and Secretary, respectively, of Garrett Freightlines, Inc., a corporation; that the above and foregoing Articles of Amendent to the Articles of Incorporation of Garrett Freightlines, Inc., were adopted at a meeting of the stockholders of said corporation, of which notice was given by the Secretary of said corporation to all of said stockholders thereof, both common and preferred, for more than five days prior to the date of said meeting; that said meeting was duly and regularly held and was attended in person by the owners and holders of more than two-thirds of all of the issued and outstanding capital stock of Garrett Freightlines, Inc; that said amendment to said Articles of Incorporation was adopted by unanimous vote of all of the owners and holders of said issued and outstanding stock of said corporation present in person or by proxy at said meeting and that by the resolution of said stockholders amending said Articles of Incorporation affiants were duly authorized and empowered to certify said amendments to the Secretary of State of the State of Idaho in the manner provided by law.

C. A. Garrett
Norman V. Stedtfeld

Subscribed and sworn to before me this 27th day of October, 1952.

Clark G. Hadley
Notary of Public for Idaho
Residing at Pocatello, Idaho

My Commission Expires ~~October 27, 1956~~ April 28, 1956.

RESOLUTION

RESOLVED by the shareholders of Garrett Freightlines, Inc., that the Articles of Incorporation of said corporation be, and the same are, hereby amended by inserting therein immediately following Article VI thereof, a new section to be known as Article VI-A, reading as follows:

VI-A

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.

RESOLVED, Further, that the President and Secretary be instructed to file the foregoing amendment to the Articles of Incorporation of Garrett Freightlines, Inc., with the Secretary of State of the State of Idaho.


STATE OF IDAHO)
) ss.
COUNTY OF BANNOCK)

I, NORMAN V. STEDTFELD, the duly elected, qualified and acting Secretary of Garrett Freightlines, Inc., a corporation, do hereby certify that the foregoing is a full, true and correct copy of a resolution unanimously adopted at a meeting of the shareholders of Garrett Freightlines, Inc., held at the office of said corporation at 2055 Pole Line Road in the City of Pocatello, County of Bannock, State of Idaho, on the 27th day of October, 1952, after due and legal notice of said meeting was given me as Secretary of said corporation to all of the shareholders of said Garrett Freightlines, Inc., on the 21st day of October, 1952.

I, FURTHER CERTIFY That at said meeting more than two-thirds of the owners and holders of all of the issued and outstanding stock of said corporation were present in person thereat and voted in favor of the adoption of said resolution.

I FURTHER CERTIFY That said resolution has not been amended, revised, or revoked and that the same is now in full force and effect.

IN WITNESS WHEREOF I have hereunto set my hand and affixed the seal of said corporation this 27th day of October, 1952, at Pocatello, Bannock County, Idaho


Secretary, Garrett Freightlines, Inc.

(CORPORATE SEAL)