

102393

# State of Idaho

## Department of State

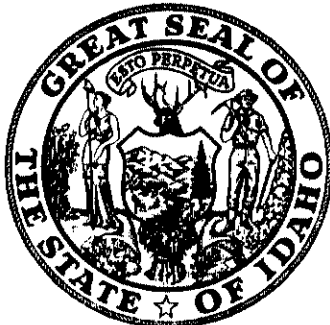
### CERTIFICATE OF INCORPORATION OF

WARREN WAGON SERVICES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: June 09, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl Davis*

**ARTICLES OF INCORPORATION**  
**OF** JUN 9 3 45 PM '93  
**WARREN WAGON SERVICES, INC.** SECRETARY OF STATE

The undersigned, acting as incorporator of the corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

**FIRST:** The name of the corporation is Warren Wagon Services, Inc.

**SECOND:** The period of its duration is perpetual.

**THIRD:** The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

**FOURTH:** The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares with one dollar par value per share.

**FIFTH:** Dividends. The holders of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in shares of the capital stock of the Corporation.

**SIXTH:** Stock Nonassessable. The private property of the shareholders of the Corporation shall not be subject to the payment of the corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of

paying expenses, conducting business or paying debts of the Corporation.

SEVENTH: Voting Power. The entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record.

EIGHTH: The address of the initial registered office of the corporation is 1087 West River Street, Suite 230, Boise, Idaho 83702, and the name of its initial registered agent at such address is Todd J. Wilcox.

NINTH: The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until a successor is elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
Larry Wilfinger	9 Huckleberry Place McCall, Idaho 83638

TENTH: The name and address of the incorporator is Larry Wilfinger, 9 Huckleberry Place, McCall, Idaho 83638, at the address described above.

ELEVENTH: Amendment of the By-Laws of the corporation by the Board of Directors shall require majority approval of those

directors present either in person or by proxy at a meeting of the Board of Directors duly called at which a quorum is present.

**TWELFTH:** The Board of Directors may create such committee or committees as it deems to be necessary or advisable with only such power and authority as is specifically defined in the resolution establishing such committee.

**THIRTEENTH:** The Articles of Incorporation shall not be removed, modified or amended except upon approval of a majority of all of the shareholders at a regular or special meeting of the shareholders called for such meeting.

DATED this 4th day of June, 1993.

  
LARRY WILFINGER  
Incorporator

STATE OF IDAHO            )  
                              ) ss  
County of Ada            )

I, Diane Dixon, a notary public, do hereby certify that on this 4th day of June, 1993, personally appeared before me Larry Wilfinger, being by me first duly sworn, declared that he is the Incorporator of the corporation, and that the statements therein contained are true.

Diane Dixon  
Notary Public for Idaho  
Residing at Boise, Idaho  
Commission Expires: 7-14-94