

# State of Idaho

## Department of State

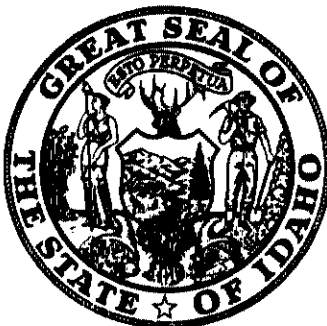
### CERTIFICATE OF INCORPORATION OF

BARCLAY TRUCK REBUILDER'S TRUCKING, 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: October 23, 1992



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]* *[Signature]*

ARTICLES OF INCORPORATION  
OF  
BARCLAY TRUCK REBUILDER'S TRUCKING, INC.

Oct 23 3 51 PM '92  
SECRETARY OF STATE

I.

The name of this corporation shall be **BARCLAY TRUCK REBUILDER'S TRUCKING, INC.**

II.

The period of existence and duration of the life of this corporation shall be perpetual.

III.

The address of the initial registered office of this corporation is **500 W. 100 So. Box 457, Paul, ID 83347**, and the name of the initial registered agent at such address is **Martin C. Barclay**.

IV.

The nature of the business and the object of this corporation shall be the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V.

The total authorized number of par value shares of this corporation shall be 10,000 shares, each of a par value of \$1.00, and of the aggregate par value of \$10,000, which said shares shall be common stock and shall not be subject to assessment.

VI.

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Daniel W. Barclay	10060 Clarkson Boise, ID 83704

VII.

The first Board of Directors shall consist of One (1) Director, but during the term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the By-Laws; provided however, that the number of directors constituting a Board shall not be less than one (1). The following person is named director of the corporation to serve until successors are elected and qualified:

<u>Name</u>	<u>Address</u>
Martin C. Barclay	Box 157 Paul, ID 83347

VIII.

All or any meetings of the shareholders, or of the Board of Directors, may be held within or without the state of Idaho.

IX.

No shareholder of this corporation shall, because of his ownership of stock, have a preemptive or other right to purchase, subscribe for, or take any part of any stock or any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warranties to purchase stock of this corporation issued, optioned, or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds, or other securities convertible into or carrying options or warranties to purchase stock of this corporation authorized by these Articles of Incorporation or by any amended articles duly filed, may at any time be issued, optioned for sale, and sold or disposed of by this corporation pursuant to a resolution of its Board of Directors to such persons and upon such terms as may, to such Board, seem proper without first offering such stock or securities or any part thereof to existing shareholder(s).

IN WITNESS WHEREOF, I have signed duplicate originals of these Articles of Incorporation this 23<sup>rd</sup> day of October, 1992.

  
Daniel W. Barclay