



**Department of State.**

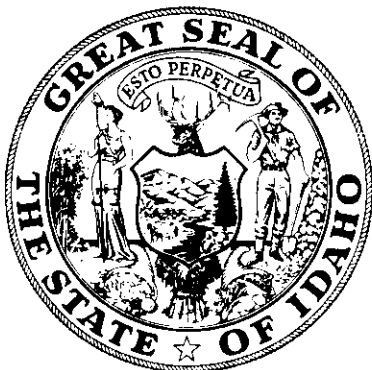
**CERTIFICATE OF AUTHORITY  
OF**

KNAPPTON TERMINALS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of KNAPPTON TERMINALS, INC. for a Certificate of Authority to transact business in this State, 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 Authority to KNAPPTON TERMINALS, INC. to transact business in this State under the name KNAPPTON TERMINALS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated March 20, 19 80



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Knappton Terminals, Inc.
2. \*The name which it shall use in Idaho is Knappton Terminals, Inc.
3. It is incorporated under the laws of Oregon
4. The date of its incorporation is October 17, 1979 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 9030 N.W. St. Helens Road, Portland, Oregon 97231
6. The address of its proposed registered office in Idaho is 1200 West 6th Avenue North, Lewiston, Idaho 83501, and the name of its proposed registered agent in Idaho at that address is Donald Schmidt
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:  
Container yard
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Peter J. Brix</u>	<u>President</u>	<u>9030 N.W. St. Helens Road</u> <u>Portland, Oregon 97231</u>
<u>Edward S. Beall</u>	<u>Vice President</u>	<u>"</u>
<u>Robert A. Hindman</u>	<u>Secretary and</u> <u>Treasurer</u>	<u>"</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>1000</u>	<u>Common</u>	<u>Shares are without par value</u>
<u>          </u>	<u>          </u>	<u>          </u>
<u>          </u>	<u>          </u>	<u>          </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1000	Common	Shares are without par value

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated January 30<sup>th</sup>, 19 80.

Knappton Terminals, Inc.

By x

Peter J. Brix

Its President

and [Signature]

Its Secretary

STATE OF Oregon )

COUNTY OF Multnomah ) ss:

I, [Signature], a notary public, do hereby certify that on this 30<sup>th</sup> day of January, 19 80, personally appeared before me Peter J. Brix and [Signature], who being by me first duly sworn, declared that he is the President of Knappton Terminals, Inc.

that he signed the foregoing document as President and Secretary of the corporation and that the statements therein contained are true.

[Signature]  
Notary Public

My Commission Expires March 14, 1982

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

STATE OF OREGON, County of Multnomah ) ss.

I, PETER J. BRIX, being first duly sworn, do hereby depose and say that I am President of KNAPPTON TERMINALS, INC., and that the foregoing Application for Certificate of Authority is true and correct as I verily believe.

x

Peter J. Brix

[Signature]  
Notary Public for Oregon

My commission expires: 3/14/82

# State of Oregon

## Department of Commerce Corporation Division

I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation of  
KNAPPTON TERMINALS, INC.

with the original thereof now on file in my office; that the same is a correct transcript therefrom and of the whole thereof; that there are no amendments to said Articles of Incorporation on file in this office; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that the above corporation is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this office that are required by the laws of this state.

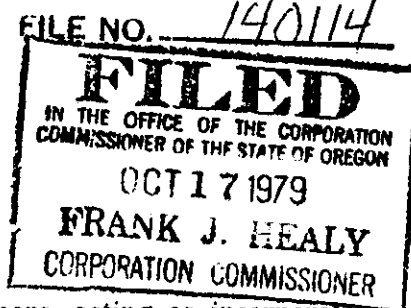
In Testimony Whereof, I have hereunto set my hand and  
affixed hereto the seal of the Corporation Division of  
the Department of Commerce of the State of Oregon  
this 3rd day of March, 1980.



**Frank J. Healy**  
Corporation Commissioner

By Shirley Smith

One or more natural persons of the age of 18 years or more may incorporate a business corporation by signing, verifying and delivering Articles of Incorporation in duplicate to the Corporation Commissioner. The procedure for the formation of business corporations is set forth in ORS 57.306 through 57.331. See ORS 57.311 for the content of Articles of Incorporation.



## Articles of Incorporation

The undersigned natural person(s) of the age of eighteen years or more, acting as incorporators under the Oregon Business Corporation Act, adopt the following Articles of Incorporation:

**ARTICLE I** The name of this corporation is KNAPPTON TERMINALS, INC.

(The corporate name must contain the word "Corporation", "Company", "Incorporated" or "Limited" or an abbreviation of one of such words.)

and its duration shall be perpetual

**ARTICLE II** The purpose or purposes for which the corporation is organized are:

1. The Corporation may engage in any lawful activity for which corporations may be organized under ORS CHAPTER 57.
2. To acquire, conduct, manage and operate container yards and facilities providing container services between seller, shippers and buyers of products, including, but not limited to, agricultural commodities.

(It is not necessary to set forth in the Articles any of the corporate powers enumerated in ORS 57.030 and 57.035. It is sufficient to state, either alone or with other purposes, "That the corporation may engage in any lawful activity for which corporations may be organized under ORS Chapter 57"; however, it is desirable to state the primary purpose of the corporation in conjunction with such statement.)

**ARTICLE III** The aggregate number of shares which the corporation shall have authority to issue is

1000 shares common capital stock all of which are to be without par value.

(Insert statement as to par value of such shares or a statement that all of such shares are to be without par value. If there is more than one class of stock, insert a statement as to the preference, limitations and relative rights of each class.)

**ARTICLE IV** The address of the initial registered office of the corporation is 110 S. E.

Caruthers, Portland, Oregon 97214

(Street and Number)

(NOTE—A P.O. Box No. is not acceptable)

(City and State)

(Zip Code)

and the name of its initial registered agent at such address is Peter J. Brix

**ARTICLE V** The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
	(NOTE: A P.O. BOX NUMBER IS NOT ACCEPTABLE) (Street and Number) (City and State) (Zip)
<u>Peter J. Brix</u>	<u>110 S. E. Caruthers, Portland, Oregon</u> 97214
<u>Robert A. Hindman</u>	<u>110 S. E. Caruthers, Portland, Oregon</u> 97214
<u>Edward S. Beall</u>	<u>110 S. E. Caruthers, Portland, Oregon</u> 97214

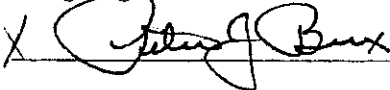
**ARTICLE VI** The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
	(NOTE: A P.O. BOX NUMBER IS NOT ACCEPTABLE) (Street and Number) (City and State) (Zip)
<u>Peter J. Brix</u>	<u>110 S. E. Caruthers, Portland, Oregon</u> 97214

**ARTICLE VII** (Provisions for regulation of internal affairs of the corporation as may be appropriate.)

The Corporation may issue and sell its authorized shares without par value from time to time for such consideration as may from time to time be fixed by the Board of Directors, as the Board of Directors may from time to time determine.

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

X 

Dated October 16, 1979.

**\*\*Submit articles in duplicate original with filing and license fees as listed below. Duplicate original means both copies MUST have original signatures.**

If authorized shares exceed	But do not exceed	Filing Fee	License Fee	Total Fees
\$ 0	\$ 5,000	\$ 10	\$ 10	\$ 20
5,000	10,000	15	15	30
10,000	25,000	20	20	40
25,000	50,000	30	30	60
50,000	100,000	50	50	100
100,000	250,000	75	75	150
250,000	500,000	100	100	200
500,000	1,000,000	125	125	250

If the authorized shares exceed \$1,000,000, a \$200 license fee and a \$200 filing fee—totaling \$400.

To determine the amount of organization fee payable by a corporation having stock without par value, but for no other purpose, such shares of stock shall be deemed equivalent to shares having a par value of \$10 each.

File with Corporation Commissioner, Commerce Building, 158 12<sup>th</sup> Street N.E., Salem, Oregon 97310.