



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

SUNSHINE TRANSPORTATION COMPANY

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 _____

SUNSHINE TRANSPORTATION COMPANY

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 _____ **April 11** _____, 19 **80** .



Pete T. Cenarrusa

SECRETARY OF STATE

Muriel E. Artach
Corporation Clerk

ARTICLES OF INCORPORATION
OF
SUNSHINE TRANSPORTATION COMPANY

THE UNDERSIGNED, acting as incorporators of a corporation under the Idaho Business Corporation Act, hereby adopt the following Article of Incorporation for such corporation:

ARTICLE I: The name of this corporation is Sunshine Transportation Company.

ARTICLE II: The period of duration of this corporation is perpetual.

ARTICLE III: This corporation is organized for the purpose of the transaction of any or all lawful business which corporation may be incorporated under the Idaho Business Corporation Act, including, but not limited to operating a taxi service, a bus service and other transportation and delivery services within and without the State of Idaho.

ARTICLE IV: The aggregate number of shares which the corporation shall have the authority issue is:

- a. 50,000 shares class A common stock with no par value
- b. 200,000 shares class A preferred stock \$1 par value

ARTICLE V: All preferred stock to be issued by the corporation shall be non-voting preferred stock and shall be non-cumulative as to dividends and shall have no dividend preference over common stock but shall have preference only in the assets of the corporation over the common stock of the corporation upon the voluntary or involuntary liquidation of the corporation and shall be non-convertible stock. The shares of preferred stock may be divided into and issued in series upon resolution of the board of directors setting forth the designation of the series and fixing and determining the relative rights and preferences thereof to the extent not fixed by the Articles of Incorporation, which resolution must pass by a 3/4 majority vote of the directors of the corporation.

ARTICLE VI: The address of the initial registered office of the corporation is 234 South Grant, Pocatello, Idaho 83201, and the name of its initial registered agent at such address is Gary S. Clement.

ARTICLE VII: The number of directors constituting the initial board of directors of the corporation is two 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:

NAME

ADDRESS

Gary S. Clement

234 South Grant
Pocatello, Idaho 83211

Kevin B. Spencer

234 South Grant
Pocatello, Idaho 83211

ARTICLE VIII: The name and address of each incorporator of this corporation is:

NAME

ADDRESS

Gary S. Clement

234 South Grant
Pocatello, Idaho 83201

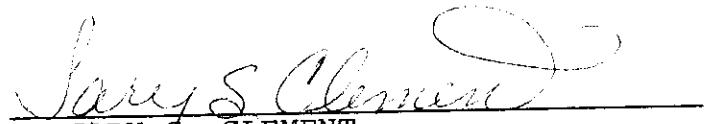
Kevin B. Spencer

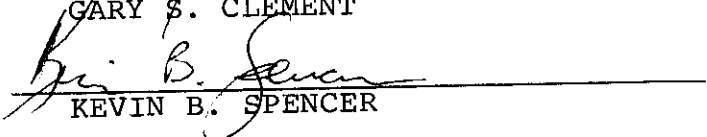
234 South Grant
Pocatello, Idaho 83201

ARTICLE IX: Holders of shares of common stock of this corporation shall have a pre-emptive right to acquire unissued or treasury shares, including the right to acquire any shares sold otherwise than for cash. Holders of shares of preferred stock of this corporation shall have a pre-emptive right to acquire unissued or treasury shares, except the right to acquire any shares sold otherwise than for cash.

ARTICLE X: These Articles of Incorporation may be amended only upon a 3/4 majority vote of the board of directors, or if required by a 3/4 majority vote of the holders of shares of common stock of the corporation, except that if the preferred shareholders have a right to vote as a class upon any proposed amendment, then it shall require a 3/4 majority vote of the holders of said shareholders voting as a class, together with a 3/4 majority vote of the holders of the common stock of the corporation. Any By-Laws of the corporation may be adopted only by a 3/4 majority vote of the holders of common stock of the corporation and said By-Laws may be amended, repealed, or otherwise changed only by a 3/4 majority vote of the directors, or if shareholder action is required, by 3/4 majority vote of the holders of the common stock of the corporation. The corporation may issue more stock or different classes of stock only upon a 3/4 majority vote of the directors or the holders of shares of common stock.

DATED this 27th day of March, 1980.


GARY S. CLEMENT


KEVIN B. SPENCER