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STATE OF IDAHO

**ARTICLES OF INCORPORATION
FOR
MASON EXPRESS, INC.**

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

FIRST: The name of the corporation is MASON EXPRESS, 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 including, but not by way of limitation, the purpose of operating an interstate trucking and transportation business.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares with \$1.00 par value.

FIFTH: The address of the initial registered office of the corporation is 1087 W. River Street, Ste. 230, Boise, Idaho 83702, and the name and address of its initial registered agent is: Jon T. Simmons, 1087 W. River Street, Ste. 230, Boise, Idaho 83702.

IDAHO SECRETARY OF STATE

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SIXTH: The number of directors constituting the initial Board of Directors of the corporation is two and the name and address of the persons who are to serve as Directors until the first annual meeting of shareholders or until a successor is elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Charles Frank Mason	3807 Normandie Dr. Boise, ID 83705
Gerri Kae Smith	3807 Normandie Dr. Boise, ID 83705

SEVENTH: The name and address of the incorporator is Charles Frank Mason, whose address is as specified in paragraph Sixth above.

EIGHTH: Amendment of the Bylaws 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.

NINTH: 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.

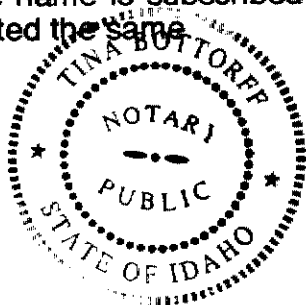
TENTH: The Articles of Incorporation shall not be removed, modified or amended except upon approval of a majority of all of the shareholders at a regular or special meeting of the shareholders called for such meeting.

DATED this 20th day of January, 1998.


CHARLES FRANK MASON

STATE OF IDAHO)
)ss.
County of Ada)

On this 28th day of January, 1998, before me, a notary public, personally appeared CHARLES FRANK MASON, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.




NOTARY PUBLIC FOR IDAHO

Residing at: Boise, Idaho

My commission expires: 8/23/2001