



## CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

**M V TRUCKING AND SALES, INC.**

was filed in the office of the Secretary of State on the **Twenty-seventh** day of **May** A.D. One Thousand Nine Hundred **Sixty-five** and

~~will be~~ duly recorded on ~~film~~ ~~microfilm~~ of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

**Buhl**, in the County of **Twin Falls**.

IN TESTIMONY WHEREOF, I have hereunto

set my hand and affixed the Great Seal of the

State. Done at Boise City, the Capital of Idaho,

this **27th** day of **May**

A.D., 19 **65**.

**ARNOLD WILLIAMS**  
Secretary of State

**By Deputy**

Secretary of State

5 KNOW ALL MEN BY THESE PRESENTS:

6                   That the undersigned, Dean Vader and Jeanie Vader, of  
7                   Route 1, Twin Falls, Idaho, and Theodore D. Netz, Buhl, Idaho,  
8                   each and all citizens of the United States of America, and each  
9                   and all of the age of majority, do hereby associate themselves  
10                  together for the purpose of forming a corporation under the laws  
11                  of the State of Idaho, and to that end do hereby adopt and  
12                  execute the following Articles of Incorporation, and do hereby  
13                  certify and declare:

14 || ARTICLE I.

15 That the name of said corporation is and shall be:

16 M V TRUCKING AND SALES, INC.

17 || ARTICLE II.

18                   That said corporation is formed for the following  
19 purposes:

(b) For the purpose of buying, selling, jobbing or otherwise dealing in, either in wholesale or retail, both on its own account or as agent for other persons or corporations on commission or otherwise, real property and personal property of all types and descriptions.

(c) To process, deal in, manufacture, install, store, handle, transport, or otherwise work in or with building materials and fixtures of all kinds and any and every other material, appurtenance, or process useful in, necessary for, or convenient in building, construction, engineering, and maintenance.

(d) To engage in, conduct and carry on, as principals, agents, or any capacity whatever, the business of dismantlers and excavators, including the construction, erecting, enlarging, extending, altering, repairing, completing, dismantling, removing wrecking, or otherwise engaging in any work upon any and all kinds of property both real and personal, wheresoever situated.

(e) To engage in the rental, loan, and lease of automobiles, trucks, tractors, trailers, and, without limitation, all types of motor vehicles, and, in connection therewith, to purchase and sell motor vehicles and equipment, vehicle parts, articles, and accessories, and to perform repairs and services in connection with the leasing, loaning, or rental of such vehicles, and to acquire, hold, and own any and all licenses, permits, and franchises necessary or useful in connection with the business.

(f) To engage in the business of warehousing, moving, and storage of property and do all acts necessary to carry on said business.



1 from time to time general or special powers of attorney to per-  
2 sons, firms, associations or corporations and to revoke same as  
3 and when the Board of Directors may determine; and to do any or  
4 all of the things herein set forth to the same extent as natural  
5 persons might or could do.

6 (k) Any and all of the rights, powers, privileges or  
7 restrictions in these Articles of Incorporation granted and con-  
8 tained, conferred or imposed may be enlarged, amended, altered,  
9 changed in any manner and to any extent, or repealed by Articles  
10 of Amendment made, executed, authorized by the laws of the State  
11 of Idaho.

12 (l) To do any and all such other acts, things, business  
13 or businesses in any manner connected with or necessary, inciden-  
14 tal, convenient or auxiliary to any of the objects hereinbefore  
15 enumerated, or calculated, directly or indirectly to promote the  
16 interest of the corporation and to carry on its purpose, or for  
17 the purpose of attaining or furthering in any of its businesses.

18 (m) To lend money and negotiate loans; to draw, accept,  
19 endorse, discount, sell and deliver bills of exchange, promissory  
20 notes, bonds, obligations, securities of any government or  
21 authority or company; to form, promote, subsidize and assist  
22 companies, firms, and partnerships of all kinds; to act as surety  
23 and guarantor in any and all types of engagements, including the  
24 power to execute, endorse and deliver contracts and to guarantee  
25 the prompt and faithful performance and payment of debts, notes,  
26 agreements, contracts and undertakings of any other person, firm,  
27 partnership or corporation; and including also the power to act

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1 as an accommodation co-maker or guarantor of obligations either  
2 as a primary or secondary obligor; to enter into any arrangements  
3 with any authorities, municipal, local or otherwise conducive  
4 to the company's objects or any of them, and to obtain from  
5 any such government or authority any rights, privileges and con-  
6cessions which the company may think it desirable to obtain, and  
7 to carry out, exercise and comply with any such arrangement,  
8 rights, privileges, and concessions. Generally to carry on and  
9 undertake any business, undertaking, transaction, or operation  
10 commonly carried on or calculated directly or indirectly to  
11 enhance the value of, or render profitable, any of the corpora-  
12 tions property or rights.

### ARTICLE III.

20 That the location and post office address of the  
21 corporation shall be at Buhl, Twin Falls County, State of Idaho.

## ARTICLE IV.

23 That, subject to dissolution, in the manner provided by  
24 law, the duration of this corporation shall be perpetual.

## ARTICLE V.

26                   That the amount of the authorized stock of said corpora-  
27                   tion shall be \$25,000 divided into 2,500 shares of common stock,  
28                   of the par value of \$10 per share.

## ARTICLE VI.

2 That the names and post office addresses of each of the  
3 incorporators and the number of shares subscribed by each is as  
4 follows:

	<u>NAME OF INCORPORATOR</u>	<u>POST OFFICE ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>
5	Dean Vader	Route # 1, Twin Falls, Idaho	1
6	Jeanie Vader	Route # 1, Twin Falls, Idaho	1
7	Theodore D. Netz	715 14th N. Buhl, Idaho	1

## ARTICLE VII.

9                   The private property of the stockholders of the corpora-  
10                  tion shall not be subject to the payment of corporate debts to  
11                  any extent, whatever, and the shares of the corporation shall not  
12                  be subject to assessment for the purpose of paying expenses, con-  
13                  ducting business, or paying debts of the corporation.

## ARTICLE VIII.

15                   The number of directors of the corporation shall be as  
16 specified in the By-laws, provided the number of directors of the  
17 corporation shall not be less than three. In case of any increase  
18 in the number of directors, the additional directors may be  
19 elected by the directors then in office, and the directors so  
20 elected shall hold office until their successors are elected and  
21 qualified at the next annual meeting of the stockholders.

22 All the officers of the corporation shall be stock-  
23 holders, except that the secretary and treasurer may, but need  
24 not be stockholders, and any two or more offices may be held by  
25 the same one person except the office of president and treasurer.  
26 The term of office of the officers, except as in these articles  
27 otherwise expressly provided, shall be for one year and until  
28 their successors shall have been elected and qualified, unless

1 sooner removed or resigned, as herein provided.

## ARTICLE IX.

3           A majority of the board of directors shall constitute  
4        a quorum and shall have power to transact the business and exer-  
5        cise the corporate powers of the corporation, and, except as  
6        otherwise provided herein, may mortgage, pledge, sell or other-  
7        wise dispose of real or personal property of the corporation for  
8        the purpose of carrying on the business of the corporation. The  
9        board of directors shall have power to appoint agents and servants  
10      of the corporation, prescribe their duties and remove them at  
11      pleasure and may fix the compensation of the officers, agents  
12      and servants of the corporation, and shall have power to vote and  
13      grant to themselves (and any officer or director may join in  
14      granting to himself such salary), commission or compensation for  
15      their services as officer or director, or both as they may deter-  
16      mine. The board of directors or the stockholders may, by a  
17      majority vote, adopt by-laws for the regulation of the affairs  
18      of the corporation, and by a majority vote amend or repeal the  
19      same, provided that such by-laws shall not conflict with these  
20      articles of incorporation. The by-laws adopted by the directors  
21      shall provide the time and place of directors' meetings and the  
22      manner of calling the same, which meeting may be held within or  
23      without the State of Idaho.

24 IN WITNESS WHEREOF, the parties have hereunto set their  
25 hands this 27<sup>th</sup> day of May, 1965.

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6 STATE OF IDAHO :  
7 : ss.  
County of Twin Falls :

8 On this 27 <sup>th</sup> day of May, 1965, before me, the under-  
9 signed, a Notary Public in and for said County and State, person-  
10 ally appeared Dean Vader, Jeanie Vader and Theodore D. Netz, known  
11 to me to be the persons whose names are subscribed to the fore-  
12 going Articles of Incorporation, and acknowledged to me that  
13 they executed the same and that all of the incorporators named  
14 therein are full-age citizens of the United States.

15 IN WITNESS WHEREOF, I have hereunto set my hand and  
16 seal the day and year in this certificate first above written.

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Jeanie Vader

Theodore D. Netz

M. Nungester  
Notary Public for Idaho  
Residing at Buhl, Idaho