

By Deputy

1 ARTICLES OF INCORPORATION

2 OF

3 M V TRUCKING AND SALES, INC.

4
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:

20 (a) To engage in the business of transporting persons
21 and property for hire by motor vehicle and other means of con-
22 veyance, interstate, intra-state and in foreign countries, as
23 a common carrier, public carrier or otherwise, and to acquire
24 or operate, lease and dispose of like businesses and to hold
25 Idaho Public Utility Commission permits and such other permits
26 as are expedient to conducting said business.

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

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

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

17 (e) To engage in the rental, loan, and lease of auto-
18 mobiles, trucks, tractors, trailers, and, without limitation,
19 all types of motor vehicles, and, in connection therewith, to
20 purchase and sell motor vehicles and equipment, vehicle parts,
21 articles, and accessories, and to perform repairs and services
22 in connection with the leasing, loaning, or rental of such
23 vehicles, and to acquire, hold, and own any and all licenses,
24 permits, and franchises necessary or useful in connection with
25 the business.

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

1 (g) To receive, acquire, hold, purchase, dispose of,
2 convey, mortgage, and/or lease, real and personal properties; to
3 dispose of, sell, lease, sign, transfer, mortgage and/or convey
4 any rights, privileges, franchises, real or personal property of
5 the corporation, other than its franchise of being a corporation,
6 and to acquire, purchase, guarantee, hold, mortgage, own, vote,
7 sell, pledge and/or otherwise dispose of and deal in shares,
8 bonds, securities and debentures and other evidences of indebted-
9 ness, or its own and of other corporations, domestic and/or
10 foreign.

11 (h) To conduct business in this state, other states,
12 District of Columbia, territories and colonies of the United
13 States and in foreign countries, and to have one or more offices
14 and places of business out of this state, and to acquire, receive,
15 hold, purchase, lease, mortgage, dispose of, and/or convey real
16 and personal property situate out of this state.

17 (i) To enter into, make, perform, and carry out con-
18 tracts of every kind and for any lawful purpose, without limit as
19 to amount, with any person, firm, association, corporation, muni-
20 cipality, state or government, or any subdivision, district or
21 department thereof.

22 (j) To carry on any lawful business whatsoever in con-
23 nection with the foregoing or which is calculated directly or
24 indirectly to promote the interest of the corporation or to
25 enhance the value of its properties and to have and exercise all
26 right, powers and privileges which are now or may hereafter be
27 conferred by the State of Idaho upon corporations; to execute
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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 obliger; to enter into any arrange-
3 ments with any authorities, municipal, local or otherwise condu-
4 cive to the company's objects or any of them, and to obtain from
5 any such government or authority any rights, privileges and con-
6 cessions 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.

13 (n) The several clauses contained in this statement of
14 purposes shall be construed, as both purposes and powers, and
15 the statements contained in each clause shall, except where other-
16 wise expressed, be in no way limited or restricted by reference
17 to or inference from the terms of any other clause, but shall be
18 regarded as independent purposes and powers.

19 ARTICLE III.

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

22 ARTICLE IV.

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

25 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.

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ARTICLE VI.

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

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

ARTICLE VII.

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent, whatever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the corporation.

ARTICLE VIII.

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

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

1 sooner removed or resigned, as herein provided.

2 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 21st day of May, 1965.

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Theodore D. Veck

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

LAW OFFICES
HEPWORTH
AND
NUNGESTER
BUHL, IDAHO