



CERTIFICATE OF INCORPORATION  
OF

WILFONG TRUCKING INC.

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 \_\_\_\_\_

WILFONG TRUCKING INC.

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 September 24, 1979.



SECRETARY OF STATE

Corporation Clerk

FILED

79 SEP 24 AM 8 39

SECRETARY OF  
ARTICLES OF INCORPORATION

OF

WILFONG TRUCKING INC.

\* \* \* \* \*

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being natural persons of full age, and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, pursuant to the provisions of the General Corporation Laws of the State of Idaho, do hereby certify as follows, to-wit:

ARTICLE I

The name of the corporation is Wilfong Trucking Inc.

ARTICLE II

We do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, exercising all powers granted to a corporation under the general corporation laws of the State of Idaho, as amended.

This corporation shall be authorized to engage in a general logging business, as well as log hauling, log trucking, log falling, log loading, timber scrap removal, buying and selling logs, contracting for log and scrap timber removal from logging sites. To buy, sell, lease, contract for or otherwise acquire logging equipment, including execution of mortgages, as security for money borrowed to carry on any and all aspects of business for which this corporation is formed, or such other businesses as are authorized by law for a corporation to do and perform which is organized under the laws of the State of Idaho.

In addition to the functions listed in the next preceding paragraph do the following:

A. To buy, sell, lease, let, mortgage, exchange or otherwise acquire or dispose of lands, buildings, real property, hereditaments and appurtenances of all types and kinds and wheresoever situate, and of any interest and rights therein to

the same extent as natural persons might or could do, and without limitation as to amount.

B. To acquire by purchase, subscription or otherwise, and to own, hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge, or otherwise dispose of any shares of capital stock, script, bonds, mortgages, securities, or other evidences of indebtedness, issued or created by any other corporation, joint stock company or association, public or private, or by whomsoever issued, and while the holder thereof, to possess and exercise in respect thereto any and all rights, powers and pledges or ownership, including the right to vote thereon.

C. To make, perform and carry out contracts of every kind and description, made for every lawful purpose without limitation to amount, with any person, firm, association or corporation, either public or private, or within any territory or state or any agency thereof.

D. To borrow money, draw, make, accept, endorse, transfer, assign, execute and issue bonds, debentures, promissory notes, and any other evidence of indebtedness, and for the purpose of securing any of its obligations or contracts; to transfer, convey, deliver, mortgage and/or pledge all or any part of its property or assets, real or personal, at any time owned or held by the corporation, upon such terms and conditions as the Board of Directors shall authorize and as may be permitted by law.

E. To acquire, hold, sell, reissue, or cancel any shares of its own capital stock; provided, however, that this corporation may not use any of its funds or property for the purchase of its own capital stock when such use would cause any impairment of the capital of the corporation, and provided, further, that the shares of its own capital stock belonging to this corporation shall not be voted directly or indirectly.

F. To purchase or otherwise acquire the whole or any part of the property, (real or personal) assets, business and good will of any other person, firm, corporation or association, and to conduct in any lawful manner the business so acquired; and

to exercise all the powers necessary or convenient for the conduct, management and carrying on of such business.

G. To buy, sell, acquire, hold or mortgage, pledge, lease, assign, transfer, trade and deal in any and all types of personal and real property.

H. To have one or more offices to carry on any part of its operation and business, and to do any and all things necessary, suitable, convenient or proper for the accomplishment of any of the purposes, or of the attainment of any of the objects herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation, and which may now or hereafter be authorized by law, and this to the same extent and as fully as natural persons might or could do, as principal or agent, and either alone or in conjunction with any person, firm, association or corporation.

I. To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon corporations formed under the General Corporation Laws of said State, or under any act or acts amendatory thereof or supplemental thereto or substituted therefor, and carry on any lawful business whether specifically identified herein or not.

The foregoing clauses are to be construed both as objects and powers, and it is hereby expressly provided that enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation.

### ARTICLE III

This corporation shall have perpetual existence.

### ARTICLE IV

The location of the principal office for the transaction of the business of the corporation shall be in the City of Horseshoe Bend, County of Boise, State of Idaho, with a mailing address of Rt. 1 Box O-G, Horseshoe Bend, Idaho.

ARTICLE V

The amount of authorized capital stock of this corporation is One Hundred Thousand Dollars (\$100,000.00), which shall be divided into 1,000 shares with the par value of One Hundred Dollars (\$100.00) per share.

ARTICLE VI

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 stock of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

ARTICLE VII

The names and post office addresses of the incorporators are as follows, to-wit:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
STEVEN BERT WILFONG	Rt. 1 Box O-G Horseshoe Bend, Idaho 83629
JEANNE ANN WILFONG	Rt. 1 Box O-G Horseshoe Bend, Idaho 83629

The undersigned Incorporators hereby designate the registered agent of said corporation to be, to-wit:

Steven Bert Wilfong  
Rt. 1 Box O-G  
Horseshoe Bend, Idaho 83629

The initial board of directors of said corporation are as follows, to-wit:

Steven Bert Wilfong  
Jeanne Ann Wilfong

ARTICLE VIII

The number of Directors in the corporation shall be specified in the Bylaws, and such number may be from time to time increased or decreased, in such manner as may be prescribed by the Bylaws of the corporation; provided however, that the number of Directors of the corporation shall not be less than two nor more than seven. In the event 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 the next annual meeting of the stockholders, and until their successors are elected and duly qualified.

ARTICLE IX

This corporation is formed and shall act under and pursuant to Subchapter "S" of the Internal Revenue Code of the United States.

ARTICLE X

The Board of Directors is expressly authorized to repeal and amend the Bylaws of the corporation, and to adopt new Bylaws, and the corporation reserves the right to amend, endorse, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, by a two-thirds vote of the shareholders, represented in person or by proxy, at any annual meeting of the shareholders, or at any meeting duly called for that purpose, except where the laws of the State of Idaho otherwise provide.

IN WITNESS WHEREOF, we have hereunto set our hands this 20<sup>th</sup> day of SEPTEMBER, 1979.

Steven Bert Wilfong  
STEVEN BERT WILFONG

Jeanne Ann Wilfong  
JEANNE ANN WILFONG

STATE OF IDAHO     )  
                              ) §  
County of Gem     )

On this 20<sup>th</sup> day of SEPTEMBER, 1979, before me, a Notary Public in and for said State, personally appeared STEVEN BERT WILFONG and JEANNE ANN WILFONG, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

C. H. Heger  
NOTARY PUBLIC FOR IDAHO  
RESIDENCE: EMMETT  
MY COMM. EXPIRES: 9/21/83