

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

**RICH THOMPSON 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 the above named corporation, 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: December 17, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Jonya Coulson*

Corporation Clerk

ARTICLES OF INCORPORATION

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SEC. OF STATE

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KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned incorporator being of the age of eighteen years or more, desiring to organize a corporation under the laws of the State of Idaho, do hereby make, sign and verify these Articles of Incorporation.

ARTICLE I.

The name of the corporation is **RICH THOMPSON TRUCKING, INC.**

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purposes for which the corporation is organized are as follows:

(a) To engage in the interstate and intrastate transportation of contracted and exempt commodities and to purchase or lease motor vehicles or related equipment for such purposes;

(b) To perform any other business activities necessary or incidental to the foregoing primary business purposes;

(c) To transact any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, Idaho Code §30-1-1 et seq.

ARTICLE IV.

The Corporation is authorized to issue one class of shares, in a total amount of 10,000 shares. The stock shall bear no par value. Shares of stock of this Corporation shall not be transferred or sold until said sale shall be approved by the Board of Directors of this Corporation, in accordance with the duly adopted By-Laws of this Corporation.

The capital stock of this Corporation, after the amount of the subscription price or par value has been paid in, shall not be subject to assessment and no paid up stock and no stock issued as fully paid shall be assessed or be assessable.

ARTICLE V.

The address of the initial registered office of the Corporation is 185 East 300 North, Jerome, Idaho, 83338.

The name of the initial registered agent at such address is RICHARD D. THOMPSON.

ARTICLE VI.

The names and addresses of the persons who shall serve as directors of the Corporation until the first annual meeting of shareholders are:

RICHARD D. THOMPSON, 185 East 300 North, Jerome, ID 83338  
JOYCE THOMPSON, 185 East 300 North, Jerome, ID 83338

ARTICLE VII.

The name and address of the incorporator is:

RICHARD D. THOMPSON, 185 East 300 North, Jerome, ID 83338

ARTICLE VIII.

No private property of the stockholders of the Corporation shall be subject to or liable for payment of Corporation debts.

ARTICLE IX.

By-Laws shall be adopted by the Board of Directors, and when so adopted, may thereafter be repealed, amended or new By-laws adopted by a two-thirds (2/3) vote of the Directors.

ARTICLE X.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon stockholders of this Corporation are granted subject to this reservation.

SIGNED this 12<sup>TH</sup> day of December, 1991.

Richard D. Thompson  
RICHARD D. THOMPSON

STATE OF IDAHO

County of Jerome

)  
) ss.  
)

On this 12<sup>TH</sup> day of December, 1991, before me, the undersigned, a Notary Public in and for said County and State, personally appeared RICHARD D. THOMPSON, known to me to be the person whose name is subscribed to the within and foregoing instrument, and who acknowledged to me that he executed the same.

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

Robert A. White  
NOTARY PUBLIC for Idaho  
Residing at: Jerome, ID  
Commission Expires: 12-06-94