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State of Idaho

Department of State

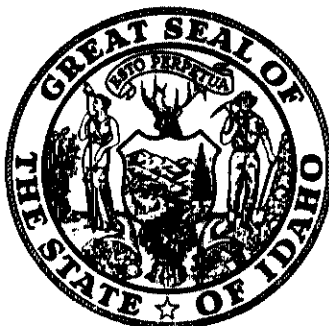
CERTIFICATE OF INCORPORATION OF

IDAHO TRANS-TECH, 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: February 22, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Lacey I Clark*

ARTICLES OF INCORPORATION

RECEIVED
SEC. OF STATE
OF
IDAHO TRANS-TECH, INC.

RECEIVED
SEC. OF STATE

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The undersigned, THEODORE F.S. RASMUSSEN and RICHARD MORRISON, persons of the age of eighteen (18) years or more, are desirous of forming a corporation under the laws of the state of Idaho, and in pursuance thereof, do hereby sign and acknowledge in duplicate the following Articles of Incorporation and state as follows:

ARTICLE I

The name of the corporation shall be IDAHO TRANS-TECH, INC., and its existence shall be perpetual.

ARTICLE II

The purposes for which the corporation is formed are: to engage in the business of developing transportation technology; and to conduct the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the state of Idaho.

ARTICLE III

The location and post office address of the initial registered office of the corporation shall be Route 1, Box 60A, Plummer, ID 83851. The initial registered agent of the corporation shall be THEODORE F.S. RASMUSSEN.

ARTICLE IV

The authorized capital stock of the corporation shall be Fifty Thousand (50,000) shares consisting of Fifty Thousand (50,000) shares of common stock having a par value of One Dollar (\$1.00) each.

Dividends shall be payable on the common stock when and as declared out of earned surplus and out of all other sources as are legal under the laws of the state of Idaho. Dividends on the common stock may be paid in the form of cash, property or shares of common stock.

ARTICLE V

The shareholders of the corporation shall not have pre-emptive rights to acquire additional shares for sale by the corporation.

IDAHO SECRETARY OF STATE
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ARTICLE VI

The initial bylaws of the corporation shall be adopted by its board of directors. The power to alter, amend or repeal the bylaws or adopt new bylaws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors. The bylaws shall contain the provisions for the regulation and management of the affairs of the corporation.

The corporation shall have the right to redeem its outstanding shares from unreserved and unrestricted capital or earned surplus, without distinction, to the extent allowable by the laws of the state of Idaho; provided, that any shares so acquired must either be retired or be reissued. If such shares are retired, the board of directors shall adopt articles of amendment without shareholder action in accordance with Idaho Code 30-1-67, reducing the number of authorized shares and setting forth the number of authorized shares remaining after the reduction.

Each holder of common stock shall be entitled to one (1) vote for each share of stock standing in the shareholder's name on the books of the corporation, and cumulative voting shall not be allowed.

ARTICLE VII

The first director(s) of this corporation shall be twenty four (24) in number, and their names and post office addresses are as follows:

<u>Name</u>	<u>Address</u>
Joe Anderson	Route 1, Box 39 Potlatch, ID 83855
Richard Morrison	Box 936 Tensed, ID 83870
Kenneth Howell	Route 1, Box 179B Potlatch, ID 83855
Dwight Hoffman	1414 Alpowa Moscow, ID 83843
George Brocke	P.O. Box 159 Kendrick, ID 83537
Theodore Rasmussen	Route 1, Box 60A Plummer, ID 83851
Dick Whittman	Route 1, Box 47 Culdesac, ID 83524

Bob Branson	Route 1 Nezperce, ID 83543
Robert Stach	P.O. Box 235 Nezperce, ID 83543
Craig Hubbard	HCR 61, Box 128 Bonners Ferry, ID 83805
Jim Hermann	Box 193 Genesee, ID 83832
Wayne Jensen	Route 1, Box 148 Genesee, ID 83832
Charles Petersen	620 E. Palouse River Drive Moscow, ID 83843
Donald Ball	Route 1, Box 44 Potlatch, ID 83855
Douglas Scoville	Route 1, Box 185 Potlatch, ID 83855
Robert Butterfield	2464 Garden Gulch Road Princeton, ID 83857
John Carter	HCR #1, Box 590 Tensed, ID 83870
Leslie Howell	7212 Wellesey Road Viola, ID 83872
David Stegner	2051 Wilma Drive Clarkston, WA 99403
David Drown	818 Vista St. Moscow, ID 83843
Valerie Drown	818 Vista St. Moscow, ID 83843
Judith Kidd	1016 Lynn Street Moscow, ID 83843
Kyle Hawley	1180 Lewis Road Moscow, ID 83843
Kay Swenson	Route 1, Box 58 Genesee, ID 83832

The term of the first directors shall be until the first annual meeting of the stockholders of the corporation. The term and number of directors after the initial board has served shall be fixed by or in the manner provided in the bylaws.

ARTICLE VIII

The names and post office addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Richard Morrison	P.O. Box 936 Tensed, ID 83870
Theodore Rasmussen	Route 1, Box 60A Plummer, ID 83851

ARTICLE IX

The corporation may enter into contracts and otherwise transact business as vendor, purchaser, or otherwise with members of its board of directors, officers and shareholders and with any other corporations, associations, firms and entities in which they are or may become interested as directors, officers, shareholders, members or otherwise as freely as though such adverse interests did not exist, even though the vote, action or presence of such directors, officers or shareholders may be necessary to obligate the corporation upon such contracts or transactions. In the absence of fraud, no such contract or transaction shall be voided, and no such director, officer or shareholder shall be held liable to account to the corporation, by reason of such adverse interest or by reason of any fiduciary relationship to the corporation arising out of such directorship, office or stock ownership, for any profit or benefit realized by such director, officer, or shareholder through any such contract or transaction; provided that in the case of directors and officers of the corporation (but not in the case of shareholders who are not directors or officers) the nature of the interest of such director or officer, though not necessarily the details or extent thereof, shall be disclosed or known to the board of directors of the corporation at the meeting thereof at which such contract or transaction was authorized or confirmed. A general notice that a director or officer of the corporation has an interest in any other corporation, association, firm or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transactions with the other corporation, association, firm or entity.


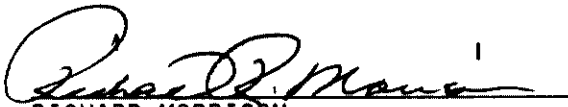
Any contract, transaction or act of the corporation or of the directors or any officers of the corporation which shall be ratified by a majority of a quorum of the shareholders of the corporation at any annual meeting or at any special meeting called for such purpose, shall, insofar as permitted by law, be as valid and binding as though ratified by every shareholder of the corporation.

The corporation shall indemnify to the broadest extent permitted by Idaho law and under the procedures set forth therein, but without limitations permitted by statute as to the extent thereof, its officers and directors for whom indemnification is permitted by Idaho law, as said statute may be amended or superceded, and such officers and directors shall have the right to claim such indemnification.

ARTICLE X

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in any manner now or hereafter prescribed by statute, and all rights conferred upon shareholders are subject to this reservation.

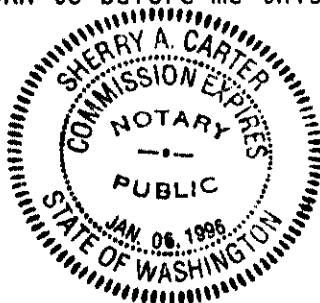
DATED this 19th day of February, 1993.

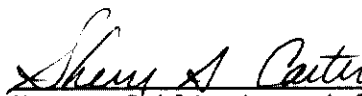

THEODORE F.S. RASMUSSEN

RICHARD MORRISON

STATE OF WASHINGTON)
County of Whitman) ss

On this day personally appeared before me THEODORE F.S. RASMUSSEN to me known to be the individual described in and who executed the within and foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

SUBSCRIBED AND SWORN to before me this 19th day of February, 1993.

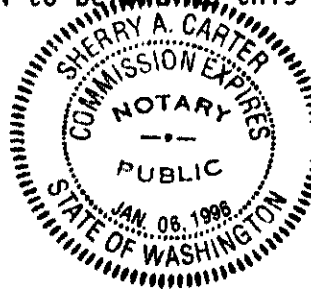



Notary Public in and for the State of
Washington, residing at Issued SD
Commission Expires: 1-6-1996

STATE OF WASHINGTON)
County of *Whitman*) ss

On this day personally appeared before me RICHARD MORRISON to me known to be the individual described in and who executed the within and foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

SUBSCRIBED AND SWORN to before me this 19th day of February, 1993.



Sherry A. Carter
Notary Public in and for the State of
Washington, residing at *Issued 90* .
Commission Expires: *1-6-1996*