

State of Idaho

Department of State

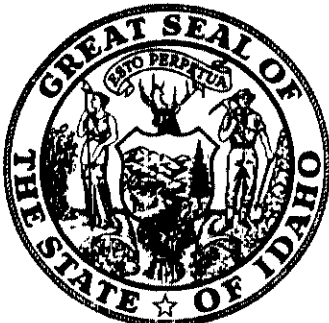
CERTIFICATE OF INCORPORATION OF

KIDS SHUTTLE, INC.
File number C 106396

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: May 20, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Lipe*

MA. 28 11 44 AM '94
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
KIDS SHUTTLE, INC.

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The undersigned incorporators, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I.

NAME

The name of the corporation is KIDS SHUTTLE, INC.

ARTICLE II.

PURPOSE

The purposes of the corporation are to operate a transportation service for children, and to engage in any or all lawful business for which corporations may be organized under the Idaho Business Corporation Act.

ARTICLE III.

DURATION

The period of duration of this corporation is perpetual.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's initial registered office in the state of Idaho is 10241 W. Silver City, Boise, Idaho 83704, and

the name of the corporation's initial registered agent at such address is Lisa Ann Woody.

ARTICLE V.

STOCK

The total authorized number of par value shares of stock is One Hundred (100). The aggregate par value of the total authorized number of par value shares is One Hundred Dollars (\$100.00) at One Dollar (\$1.00) par value per share. The total authorized number of shares without the par value is zero.

ARTICLE VI.

PREEMPTIVE RIGHTS/RESTRICTIONS

The shareholders shall be entitled to first option to purchase additional shares as a preemptive right should the Board of Directors determine that additional shares should be issued or sold at a price determined by the Board.

Shareholders shall have no other preemptive rights except as may be authorized by the Board of Directors and according to Idaho Code Section 30-1-19A of the Idaho General Business Corporations Act.

Shares in the corporation may be transferred to the corporation, to other stockholders in the corporation, or to third persons, but any sale or other transfer to a third person must be approved in advance by two-thirds (2/3) of the board of directors or the owners of not less than Seventy percent (70%) of the outstanding shares.

ARTICLE VII.

DIRECTORS

The number of directors constituting the initial Board of Directors is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Lisa Ann Woody	President/ Chairman	10241 W. Silver City Boise, ID 83704
Thomas E. Woody	Secretary	10241 W. Silver City Boise, ID 83704
Judith E. Gass	Treasurer	10088 W. Java Court Boise, ID 83704

ARTICLE VIII

INCORPORATORS

The name and address of each incorporator is as follows:

Lisa Ann Woody
10241 W. Silver City
Boise, ID 83704

Thomas Edward Woody
10241 W. Silver City
Boise, ID 83704

Judith E. Gass
10088 W. Java Court
Boise, ID 83704

Executed in duplicate on this 20 day of May, 1994.



LISA ANN WOODY



THOMAS EDWARD WOODY



JUDITH E. GASS