

# State of Idaho



## Department of State

### CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

I, **ARNOLD WILLIAMS**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

#### **WESTERN TRANSPORT LEASING, INC.**

a corporation duly organized and existing under the laws of **Oregon**, has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Twelfth** day of **May**, 19<sup>60</sup>, a properly authenticated copy of its articles of incorporation, and on the **Twelfth** day of **May**, 19<sup>60</sup>, a designation of **G. M. Armstrong** in the County of **Ada**, as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **12th** day of **May**, A.D. 19<sup>60</sup>.

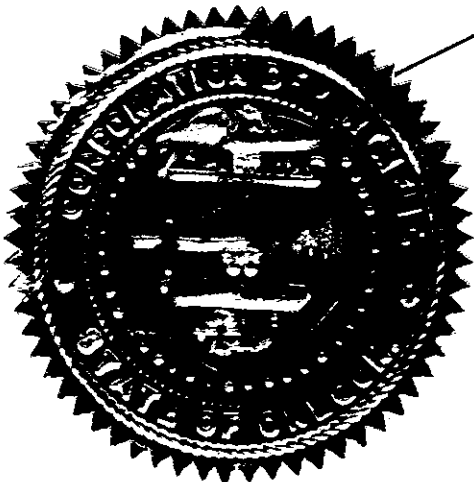
Secretary of State.



I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, DO HEREBY CERTIFY:

That I have carefully compared the annexed copy of the Articles of Incorporation and all amendments thereto of \_\_\_\_\_ WESTERN TRANSPORT LEASING, INC. \_\_\_\_\_  
 \_\_\_\_\_ with the originals thereof now on file in my office; that the same are correct transcripts therefrom and of the whole thereof; that this authentication is in due form and by the proper officer; and

I FURTHER CERTIFY that \_\_\_\_\_ WESTERN TRANSPORT LEASING, INC. \_\_\_\_\_  
 is, at the date of this certificate, duly authorized to transact business within this state and is in good standing as a subsisting corporation, having filed all reports and made all payments to this Department that are required by the Laws of this State.



In Testimony Whereof I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this \_\_\_\_\_ 12th \_\_\_\_\_ day of \_\_\_\_\_ April \_\_\_\_\_, 1960 .

*Frank J. Healy*

Corporation Commissioner

# ARTICLES OF INCORPORATION

OF

WESTERN TRANSPORT LEASING, INC.

*We*, H. CURTIS GRIFFIN, L. J. ROCKWELL, WM. P. ELLIS

whose names are hereunto subscribed, do hereby associate ourselves together for the purpose of forming a corporation under and by virtue of the General Laws of the State of Oregon, in force for the formation of private corporations.

## WESTERN ARTICLE I

The name of this corporation shall be TRANSPORT LEASING, INC.

and its duration shall be PERPETUAL

## ARTICLE II

The object of this corporation, and the business in which it proposes to engage is as follows:

1. To construct, maintain, own, lease and operate freight terminals and warehouses, including motor truck freight warehouses, depots, storehouses, elevators, repair and machine shops.
2. To maintain, own, lease and operate motor truck freight lines over the streets, roads and highways of the state of Oregon and other states and territories of the United States.
3. To purchase, sell, lease, deal in, make repairs to, and store automobiles and auto trucks, their parts and accessories, and to buy, sell, own, lease and operate garages, service stations and repair shops and to carry on all business incidental thereto.
4. To buy, purchase, lease or exchange real or personal property from or with its directors, stockholders or officers.
5. To acquire by exchange for its capital stock, purchase, or otherwise, real and personal property of every kind and the capital stock, bonds or other securities of other corporations or firms.
6. To borrow money and issue its notes, bonds, mortgages or other evidences of debt therefor and to make the same negotiable or non-negotiable.
7. To hold, use, repair, improve, mortgage, sell, lease, sublet or convey or otherwise handle or dispose of any of its real or personal property, or any interest therein, or any franchise, grant, easement, or right of way or interest therein, or any bond, securities, corporate stock or other property or interest therein.
8. Without in any particular limiting or restricting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue bonds and other obligations, and shares of its capital stock, in payment for property purchased or acquired by it, or for any other lawful object in and about its business; to mortgage or pledge any stocks, bonds or other obligations, or any property which may be acquired by it; to secure any bonds, guarantees or other obligations by it issued or incurred; to guarantee any dividends, or bonds or contracts, or other obligations; to make and perform contracts of every kind and description; and in carrying on its business, or for the purpose of attaining or furthering any of its objects or purposes, to do any and all other things and exercise any and all other powers which a

copartnership or natural person could do and exercise, or which now or hereafter may be authorized by law.

9. Generally to do all other things necessary and proper in the premises in the promotion of the above mentioned objects, all of which powers the said corporation shall be authorized to exercise in the State of Oregon, and in the States and Territories of the United States and elsewhere, and to take out such additional charters and licenses as may be required to be taken out by the laws of the United States, States, territories and other countries as prerequisites of doing business therein.

ARTICLE III

The principal office and place of business of this corporation shall be at the city of PORTLAND  
in the county of MULTNOMAH, and state of Oregon.

ARTICLE IV

The amount of capital stock to be paid in before the corporation shall begin business ~~shall be~~ shall be ONE THOUSAND (\$1,000.00)  
dollars.

ARTICLE V

The capital stock shall be divided into ONE HUNDRED (100) shares and the  
par value of each share shall be NO PAR VALUE dollars.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 23rd day of OCTOBER, A. D. 19 53.

*H. Curtis Griffin* [SEAL]  
*L. J. Rockwell* [SEAL]  
*Wm. P. Ellis* [SEAL]  
[SEAL]  
[SEAL]  
[SEAL]  
[SEAL]

STATE OF OREGON, }  
County of MULTNOMAH } ss.

THIS CERTIFIES, That on this 23rd day of OCTOBER, A. D. 19 53, before me, the undersigned, a Notary Public in and for said county and state, personally appeared H. CURTIS GRIFFIN, L. J. ROCKWELL and WM. P. ELLIS

known to me to be the identical persons named in and who executed the foregoing articles of incorporation, and acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF, I have hereunto set my hand and seal, the day and year last above written.

[NOTARIAL SEAL]

*E. Schifferler*  
Notary Public for Oregon  
My commission expires Jan. 18-1955

Three or more persons may incorporate.  
Articles shall be executed in triplicate, one copy to be filed with the corporation commissioner, one with the county clerk of the county where the corporation is organized, and one retained by the corporation.

File No. 52983

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Articles of Incorporation

OF

WESTERN TRANSPORT LEASING, INC.

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STATE PRINTING DEPT.

Filed in the office of the COMMISSIONER  
COMMISSIONER of the STATE of OREGON  
at 8:30 <sup>AM</sup> on the 29<sup>th</sup>  
day of October, 19 53

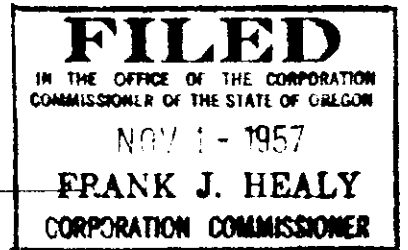
*William G. ...*

COMMISSIONER

10<sup>00</sup>/<sub>100</sub>  
6.70

Articles of Amendment  
to the  
Articles of Incorporation  
of

FILE NO. 52783



WESTERN TRANSPORT LEASING, INC.

Pursuant to the provisions of ORS 57.370 (Section 56, Chapter 549, Oregon Laws 1953) of the Oregon Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment:

1. The name of the corporation is Western Transport Leasing, Inc.

2. The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on October 29, 1957, in the manner prescribed by the Oregon Business Corporation Act:

Article V was amended to read as follows:

"ARTICLE V

"The capital stock shall be divided into FIVE THOUSAND (5000) shares of no par value."

3. The number of shares of the corporation outstanding at the time of such adoption was 100, and the number of shares entitled to vote thereon was 100; the number of shares voted for such amendment was 100, and the number of shares voted against such amendment was None.

4. The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment are as follows:

The amendment will increase the capitalization of the company to \$50,000. by transferring \$49,000. from surplus to capital investment, represented by an increase in shares proportionate to the original stock and capital.

Dated October 31, 1957.

WESTERN TRANSPORT LEASING, INC.

By [Signature] Its President

and [Signature] Its Secretary

STATE OF OREGON, }  
County of Multnomah } ss.

I, Howard S. Johnson, a notary public, do hereby certify that on this 1st day of November, 1957 personally appeared before me H. Curtis Griffin and Wm. P. Ellis, who each being by me first duly sworn, severally declared that they are the President and Secretary, who signed the foregoing document as such officers of said corporation, and that the statements therein contained are true.

[Signature]  
Notary Public for Oregon

My commission expires: February 1958