



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

EMMETT TRUCK & EQUIPMENT INC.

a corporation duly organized and existing under the laws of **Utah** 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 **29th** day of **December**,

19 **64**, a properly authenticated copy of its articles of incorporation, and on the day of **December** **19 64**, a designation of **Wolger T. Nelson** in the County of **Com** 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 **29th** day of **December**,
A.D. 19 **64**.

Secretary of State.



Secretary of State's Office

I, LAMONT F. TORONTO, SECRETARY OF STATE OF THE STATE OF UTAH,
DO HEREBY CERTIFY THAT the attached is a full, true and correct copy
of the Articles of Incorporation of EMMETT TRUCK & IMPLEMENT INC., a
corporation of the State of Utah, qualified to do business in the
State of Utah. Certificate of such qualification was issued from the
office of the Secretary of State on the Twenty-first day of December,
1964, and the said corporation is in existence and good standing,
with all taxes paid and reports filed to date.

AS APPEARS of record IN MY OFFICE.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND

AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH

AT SALT LAKE CITY, THIS Twenty-third DAY OF

December 19 64

Lamont F. Toronto
SECRETARY OF STATE
BY *Kendall L. Gottschall*
DEPUTY



ARTICLES OF INCORPORATION
of
EMMETT TRUCK & IMPLEMENT INC.

1964 570 21

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the Utah Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is EMMETT TRUCK & IMPLEMENT INC.

ARTICLE II.

The corporation shall have perpetual existence.

ARTICLE III.

The purpose for which the corporation is organized is to engage in the business of buying, selling and servicing automotive, farm and industrial equipment and to engage in any and all other businesses related thereto.

ARTICLE IV.

The aggregate number of shares which the corporation shall have authority to issue is Fifteen Thousand (15,000) of the par value of Ten Dollars (\$10.00) each.

ARTICLE V.

The corporation will not commence business until consideration of the value of at least One Thousand Dollars (\$1,000.00) has been received for issuance of shares.

ARTICLE VI.

Provisions limiting or denying to shareholders the pre-emptive right to acquire additional or treasury shares of the corporation are: The Board of Directors shall have power to issue and sell shares in performing an incentive option granted its officers or employees or the officers or employees of any subsidiary corporation, to issue shares in payment for property tangible or intangible and real or personal without first offering the shares to its shareholders.

ARTICLE VII.

The Post Office address of its initial registered office is 270A East 3300 South, Salt Lake City, Utah, and the name of its

initial registered agent at such address is A. James Reed.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is five (5) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
A. James Reed	4534 Fortune Way Salt Lake City, Utah
Douglas J. Reed	466 Wood St., Midvale, Utah
Robert A. Macfarland	425 South 11th East St. Salt Lake City, Utah
Ellis Kenton Reed	1034 South 100 East Sandy, Utah
Holger T. Madsen	Route 2, Box 14 Emmett, Idaho

ARTICLE IX

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
A. James Reed	4534 Fortune Way Salt Lake City, Utah
Douglas J. Reed	466 Wood St., Midvale, Utah
Robert A. Macfarland	425 South 11th East St., Salt Lake City, Utah

Dated this 19th day of December, 1964.

A. James Reed
Douglas J. Reed
Robert A. Macfarland

STATE OF UTAH)
COUNTY OF SALT LAKE)
ss.

I, Mackay A. McMurray, a Notary Public, hereby certify
that on the 19th day of December, 1964, personally appeared before

as A. James Reed, Douglas J. Reed and Robert A. Macfarland, who, being by me first duly sworn, severally declared that they were the three persons who signed the foregoing document as Incorporators and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th day of December, 1964.

My commission expires April 15, 1965.

(Signature)

Robert P. McFarland
Resary Public residing at
Salt Lake City, Utah