

**CERTIFICATE OF INCORPORATION
OF**

NORTHWEST TRANSPORT AND LIVESTOCK, 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: August 02, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Gubala*

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ARTICLES OF INCORPORATION

SECRETARY OF STATE

OF

NORTHWEST TRANSPORT AND LIVESTOCK, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

I

That the name of the corporation shall be NORTHWEST TRANSPORT AND LIVESTOCK, INC.

II

That the purposes for which this corporation is formed are:

1. To establish, maintain, and conduct a general over the road hauling business, to carry on every branch of business usually trasacted in connection therewith, including the obtaining and acquiring by contract or in any other lawful manner shipment of commodities, machinery, food stuffs, building materials, unfinished or finished products, produce and livestock and to transport, contract, sell, loan, pledge, hire, and use in any and all lawful ways the materials as circumstances so obtained and acquired.
2. To engage in the business of field hauling, transporting farm commodities from the point of harvest over the road to a point of delivery, whether that be further transport, manufacture, storage or packing of goods.
3. To purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease, exchange, hire, convey, mortgage or otherwise dispose of and deal in lands and leaseholds and any interest, estate and right in real property, and any personal property or mixed property, and any franchise, rights, license or privilege necessary, convenient or appropriate for any of the purposes herein expressed.
4. To borrow money and to make and issue notes, bonds, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure the same by mortgage, pledge or otherwise and, generally, to make and perform agreements and contracts of every kind and description.
5. To carry on any other lawful business whatsoever which may seem to the corporation capable of being carried on in connection with the above or calculated, directly or indirectly, to promote the interests of the corporation or to enhance the value of its property.

III

Subject to the dissolution in the manner provided by the law, the duration of this corporation shall be perpetual.

IV

That the principal place of business, registered office and the location and post office address of the registered office of said corporation shall be City of Wendell, County of Gooding, State of Idaho. *THE REGISTERED OFFICER SHALL BE PATRICK HIGGINBOTHAM 1742E 2900S WENDELL IDAHO 83355*

That the total authorized capital stock of said corporation shall be Twenty-five Thousand Dollars (\$25,000.00), divided into Twenty-five Thousand (25,000) shares of the par value of One Dollar (\$1.00) each, and all of such capital stock shall be common stock.

VI

That the number of directors of said corporation shall be three (3) to be elected annually.

VII

The Board of Directors shall have the power to repeal and amend the By-Laws of the corporation and adopt new By-Laws at any meeting of the Board of Directors. All By-Laws shall be subject to amendment, alteration and repeal by the stockholders at any annual meeting or at any special meeting called for such purpose.

VIII

The following are the names and post office addresses of the incorporators, *AND DIRECTORS* together with the number and kind of shares subscribed by Each.

NAME	P.O. ADDRESS	NO. of SHARES
Patrick J Higginbotham	Wendell Idaho 1742E - 2900S	25,000
Garren Taylor	Wendell Idaho 1742E - 2900S	None (0)

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IN WITNESS WHEREOF, we have hereunto set our hands and seals this 1st day of ~~June~~ *AUGUST*, 1989.

Patrick Higginbotham
Garren Taylor

On the 1st day of ~~June~~ *August*, 1989, before me, the abovesigned, a Notary Public in and for said State, personally appeared Patrick J. Higginbotham, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

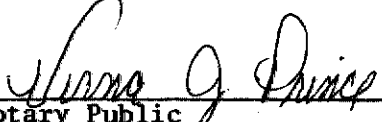
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Thomas J. Price
 Notary Public
 Residing at Gooding, Idaho
 My Commission Expires: 10/20/93

August

On the 1st day of ~~June~~, 1989, before me, the abovesigned, a Notary Public in and for said State, personally appeared Garren Taylor, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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



Notary Public
Residing at Gooding, Idaho
My Commission Expires: 10/20/93

On the _____ day of June, 1989, before me, the abovsigned, a Notary Public in and for said State, personally appeared Jan Higginbotham, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Notary Public
Residing at _____