

CERTIFICATE OF INCORPORATION
OF

VALLEY TRANSPORT, INC.

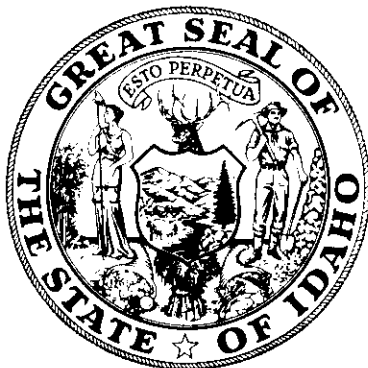
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

VALLEY TRANSPORT, INC.

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: November 9, 1981



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Renny Gerson*

WM. H. MULBERRY, P.A.
Attorney at Law
P.O. Box 130 (208) 682-3512
Pinehurst, Idaho 83850

ARTICLES OF INCORPORATION
OF
VALLEY TRANSPORT, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, natural persons of the age of twenty-one years, or more, and all being citizens of the United States of America and of the State of Idaho and residents thereof, do hereby voluntarily associate ourselves together for the purpose of forming a corporation in conformity with the laws of the State of Idaho, and for the purposes hereinafter set forth, do hereby adopt Articles of Incorporation as follows:

I.

NAME

The name of the corporation shall be VALLEY TRANSPORT, INC.

II.

LOCATION AND POST OFFICE ADDRESS

The location and post office address of the registered office of the corporation in the State of Idaho is P.O. Box 130, Pinehurst, Idaho 83850. The name and address of the corporation's managing agent is JERRY W. KUISTI, P.O. Box 148, Kingston, Idaho 83839.

III.

DURATION

The term of existence of this corporation shall be perpetual from the date of filing Articles of Incorporation in the office of the Secretary of State of the State of Idaho.

IV.

PURPOSES

To engage in any lawful act or activities which corporations may be organized for under the general corporation laws of Idaho.

To acquire, hold and dispose of real property; to engage in the general trucking business on a commercial basis, to purchase, hold, obtain, operate, dispose of and generally deal in all types of products as well as general merchandise commonly or uncommonly sold through commercial outlets to the general public and all types of fixtures and equipment related thereto, no matter how remotely; to engage in a general financing business for any or all of the foregoing, or any other business enterprise that the corporation may, from time to time, enter into; to assist others in the operation of similar or related businesses and to engage in such other and further businesses within the State of Idaho and such other and further and additional places as the Board of Directors may, in their discretion, from time to time determine.

To act as agents for others, for any or all of the foregoing purposes set out herein.

To manufacture, purchase or otherwise own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invent, trade, deal in and deal with goods, wares, merchandise and real property of every class and description.

To make, perform and carry out contracts of every kind and description pertaining to the purposes of this corporation and for every lawful purpose necessary and expedient thereto with any person, firm, association or any corporation, and including municipal corporations, together

1 with the State of Idaho, United States government, or any
2 other state, or any county or political subdivision of the
3 State of Idaho; to borrow, or raise money without limit as
4 to amounts by negotiable or transferrable instruments or
5 otherwise, to make and perform contracts of every kind and
6 description and in carrying on this or any other lawful
7 business for the purpose of obtaining or furthering any of
8 its objectives.

9 To purchase, hold, sell, transfer shares of its
10 own capital stock provided it shall not use its funds or
11 property for the purchase of such shares when such use would
12 cause any impairment of its capital stock.

13 V.

14 AMOUNT OF CAPITAL STOCK

15 Total authorized number of par value shares of
16 stock is Five Thousand (5,000) shares. Each share shall
17 have one (1) vote and a par value of \$1.00 per share. Such
18 shares shall be considered common stock and there shall be
19 no preferred stock.

20 Capital stock shall be non-assessable.

21 VI.

22 NAME AND ADDRESSES OF INCORPORATORS

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

25	<u>NAME</u>	<u>ADDRESS</u>
26	DAN R. SCHAFFNER	Rt. 2, Box 135 St. Maries, Idaho 83861
27	JERRY W. KUISTI	P.O. Box 148 Kingston, Idaho 83839

29 VII.

30 DIRECTORS

31 The corporation shall have three (3) directors who
32 shall, at all times, be citizens of the United States of

America; except that in the cases where all of the shares of the Corporation are owned beneficially and of record by either one (1) or two (2) stockholders, the number of directors may be less than three (3), but not less than the number of stockholders. The names and residences of said Directors who shall manage the Corporation until the first stockholders meeting are:

<u>NAME</u>	<u>ADDRESS</u>
DAN R. SCHAFFNER	Rt. 2, Box 135 St. Maries, Idaho 83861
JERRY W. KUISTI	P.O. Box 148 Kingston, Idaho 83839

VIII.

PROVISIONS FOR BY-LAWS

The corporation shall be governed by a duly adopted code of by-laws, which by-laws shall not be inconsistent with these Articles of Incorporation nor inconsistent with the laws of the State of Idaho. A meeting of the corporation shall be held and the by-laws shall be adopted in accordance with the provisions of the laws of the State of Idaho after the issuance by the Secretary of State of the said State of Idaho of the certificate of the corporation.

IX.

AMENDMENT TO ARTICLES OF INCORPORATION

These articles of incorporation may be amended by a majority vote of the stock issued at any regular meeting or at a special meeting called for that purpose by a majority of the Board of Directors after thirty (30) days notice to all holders of stock, which notice shall be in conformity with the statutes of the State of Idaho made and provided therefore.

WM. H. MULBERRY, P.A.

Attorney at Law

P.O. Box 130 (208) 682-3512

Pinehurst, Idaho 83850


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IN WITNESS, We, the undersigned, being all of the
incorporators hereinabove mentioned hereunto, set our hands
and seals as of the 4th day of November, 1981.


DAN R. SCHAFFNER


JERRY W. KUISTI

SUBSCRIBED AND SWORN TO before me this 4th day of November,
1981.


NOTARY PUBLIC
In and For the State of Idaho
Residing at Pinehurst therein.

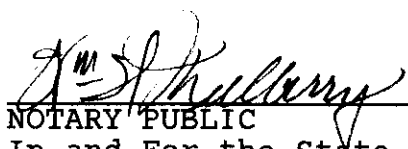
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STATE OF IDAHO)
) ss.
County of Shoshone)

On this 4th day of November, 1981, before me, the undersigned, a Notary Public, in and for the State of Idaho, personally appeared DAN R. SCHAFFNER and JERRY W. KUISTI, known to me to be the persons that executed the within and foregoing ARTICLES OF INCORPORATION, and acknowledged to me that such persons 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
In and For the State of Idaho
Residing at Pinehurst therein.