

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION  
OF  
FORT DUNN EXPRESS, INC.**

2008 JAN -7 AM 11:11  
SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, in order to form a corporation under the provisions of the Idaho Business Corporation Act, submits the following articles of incorporation to the Idaho Secretary of State.

**ARTICLE I.  
NAME OF CORPORATION**

The name of the corporation shall be Fort Dunn Express, Inc. (hereinafter referenced as "Company").

**ARTICLE II.  
AUTHORIZED SHARES**

The Company is authorized to issue one hundred (100) shares of stock.

**ARTICLE III.  
REGISTERED AGENT**

The Board of Directors shall designate a registered agent. The initial registered agent shall be TOBY MCLAUGHLIN, whose address (registered office) is 708 Superior Street, Suite B, Sandpoint Idaho 83864.

**ARTICLE IV.  
INCORPORATOR**

The incorporator is TOBY MCLAUGHLIN whose address is 708 Superior Street, Suite B, Sandpoint, Idaho 83864.

**ARTICLE V.  
COMPANY MAILING ADDRESS**

The initial Company mailing address is P.O. Box 308, Sagle, Idaho 83860.

**ARTICLE VI.  
INITIAL DIRECTORS**

The initial Directors are:

IDAHO SECRETARY OF STATE  
01/07/2008 05:00  
CK: 1418569 CT: 172099 SH: 1093284  
1 @ 100.00 = 100.00 CORP # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

0176569

Marvin E. Dunn, P.O. Box 308, Sagle, Idaho 83860.

Meridee D. Dunn, P.O. Box 308, Sagle, Idaho 83860.

#### **ARTICLE VII. PURPOSE OF CORPORATION**

The Company is initially organized to engage in the business of trucking and hauling. In addition, the Company may engage in any other lawful business activity.

#### **ARTICLE VIII. TYPE OF CORPORATION**

The Company shall elect to operate as a subchapter S Corporation pursuant to § 1362 of the Internal Revenue Code.

#### **ARTICLE IX. MANAGEMENT**

Company management shall be vested in the Board of Directors. The Board of Directors shall be elected by the shareholders at the annual meeting. The shareholders are limited to (a) electing Directors; (b) adopting and modifying the Bylaws; and (c) modifying the Articles of Incorporation.

#### **ARTICLE X. BOARD OF DIRECTORS**

The Company shall have no less than two (2) Directors unless one hundred percent (100%) of the shares are held by a single shareholder, in which case there may be one (1) Director. The Board shall meet no less often than annually.

#### **ARTICLE XI. OFFICERS**

The Board of Directors shall elect the Officers. There shall be a President and a Secretary. The Bylaws may specify additional officers.

#### **ARTICLE XII. INDEMNIFICATION**

The Company shall indemnify its Officers and Directors from personal liability as the word "liability" is defined Section 30-1-850(5), Idaho Code. The terms of indemnification shall be consistent with the standards for liability set forth in Section 30-

1-831, Idaho Code. Directors shall be liable to the Company for unlawful distributions as set forth in Section 30-1-833, Idaho Code. The Company, acting through its Board of Directors, may indemnify employees, agents, trustees and other personnel operating for or on behalf of the Company. No Officer, Director, or other person shall benefit from indemnification where the action or failure of action constituted (a) an intentional infliction of harm on the corporation or its shareholders, or (b) was an intentional violation of criminal law.

### ARTICLE XIII MODIFICATION

These Articles may be amended upon (a) a resolution of the Board of Directors; (b) adoption of the resolution by the Shareholders at a duly called meeting of the Shareholders; and (c) by the vote of a majority of the shares present and voting, or voted by proxy at said duly called meeting.

  
Toby McLaughlin  
Incorporator

STATE OF IDAHO  
COUNTY OF BONNER

)  
SS.

On this 4 day of January, in the year of 2008, before me, a Notary Public for the state of Idaho, personally appeared Toby McLaughlin, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same.

(Sign)  
NOTARY PUBLIC

Residing at:

My commission expires:

Sandpoint  
2/12/13

