



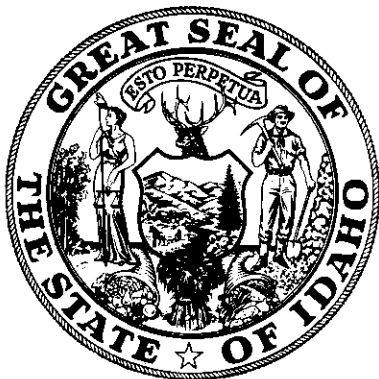
CERTIFICATE OF INCORPORATION
OF

AG LINE TRUCK BROKERAGE, 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: June 5, 1985



SECRETARY OF STATE

by: 

ARTICLES OF INCORPORATION
OF
AG LINE TRUCK BROKERAGE, INC.

The undersigned, acting as incorporators of Ag Line Truck Brokerage, Inc., a corporation under the Idaho Business Incorporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Ag Line Truck Brokerage, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

A. To engage in, conduct, promote, advertise, and carry on a truck brokerage business including arranging, planning, scheduling, and booking truck hauls for truckers on a general commission and brokerage fee basis.

B. To manufacture, buy, sell, lease, and deal in trucks, trailers, and their appliances, fuels, and accessories; to operate and maintain garages and service stations and terminal freight points, and to store, repair, rent and lease trucks, trailers and vehicles; to manufacture, buy, sell, and repair vehicles of every description propelled by all modes of power; to organize, maintain and operate for hire a transportation service in all parts of the world for the purpose of tran-

sporting passengers, baggage, merchandise and freight of every description whatsoever by means of vehicles of every kind, however propelled; to do generally all and every other thing necessary and incident to the business of a trucking or transportation company.

(C) To carry on any other kind of business or business activities that the Shareholders may from time to time deem to be advisable or proper in connection with the business.

(D) To purchase, lease, own, sell, mortgage, sublease, and otherwise acquire lands, buildings, easements or property, real and personal, which may be requisite for the purposes or are capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property, rights, franchises and assets of every kind and the liabilities of any person, firm, association, or corporation, either wholly or in part, and to pay for the same in cash, stocks or bonds of the corporation, or otherwise.

(E) In the purchase of or acquisition of property, business rights or franchises or for any other object in and about its business or affairs, to incur debt and to borrow and secure the payment of money in any lawful manner including the issue and sale or other disposition of bonds, debentures, notes and other evidences of indebtedness.

(F) Without in any particular way limiting any of the objects or purposes or powers of the corporation, the business or purposes of the company shall be empowered from time to time to do any one or more or all of the acts and things herein set forth and to engage in the general commercial business, and all such other acts, things and business in any way connected therewith or auxiliary thereto.

(G) To transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

<u>TYPE</u>	<u>NUMBER</u>	<u>PAR</u>	<u>AGGREGATE</u>
Common	2,500	\$10.00	\$25,000

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH: The address of the initial registered office of the corporation is at Curry Crossing, P. O. Box 172, Twin Falls, Idaho 83303 and the name of the initial registered agent at such address is Glenn D. Schroeder.

EIGHTH: The number of directors constituting the initial board of directors of the corporation is there. This

number may be changed by the Bylaws of the corporation, 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:

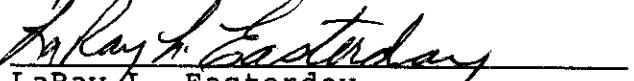
Glenn D. Schroeder P. O. Box 172, Twin Falls, ID 83301-0172
LaRay L. Easterday Route #2, Buhl, ID 83316
Judy M. Schroeder Route #4, Box 7569, Twin Falls, ID 83301
Janet M. Easterday Route #2, Buhl, ID 83316


NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Glenn D. Schroeder	P. O. Box 172, Twin Falls, ID 83301-0172
LaRay L. Easterday	Route #2, Buhl, ID 83316
Judy M. Schroeder	Route #4, Box 7569, Twin Falls, ID 83301
Janet M. Easterday	Route #2, Buhl, ID 83316

DATED this 29th day of May, 1985.


Glenn D. Schroeder


LaRay L. Easterday


Judy M. Schroeder



Janet M. Easterday

STATE OF IDAHO

County of Twin Falls

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) ss.
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I, Lynn R Baird, a notary public, do hereby certify that on this 29th day of May, 1985 personally appeared before me Judy M. Schroeder, who, being by me first duly sworn, declared that she is the Director of Ag Line Truck Brokerage, Inc., that she signed the foregoing instrument as Director of the corporation, and that the statements therein contained are true.

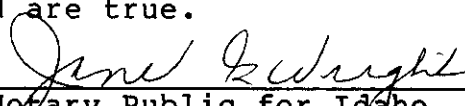

Notary Public for Idaho
Residing at Twin Falls, Idaho

STATE OF IDAHO

County of Twin Falls

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) ss.
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I, Janet M. Easterday, a notary public, do hereby certify that on this 28 day of May, 1985 personally appeared before me Janet M. Easterday, who, being by me first duly sworn, declared that she is the secretary of Ag Line Truck Brokerage, Inc., that she signed the foregoing instrument as secretary of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at Buhl, Idaho

STATE OF IDAHO

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) ss.

County of Twin Falls

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I, Lynn R Brink, a notary public, do hereby certify that on this 29th day of MAY, 1985 personally appeared before me Glenn D. Schroeder, who, being by me first duly sworn, declared that he is the president of Ag Line Truck Brokerage, Inc., that he signed the foregoing instrument as president of the corporation, and that the statements therein contained are true.



Notary Public for Idaho
Residing at Twin Falls, Idaho

STATE OF IDAHO

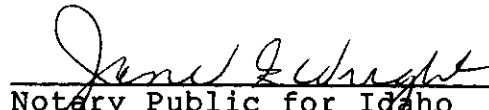
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) ss.

County of Twin Falls

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I, Janet E. Wright, a notary public, do hereby certify that on this 27 day of May, 1985 personally appeared before me LaRay L. Easterday, who, being by me first duly sworn, declared that he is the Director of Ag Line Truck Brokerage, Inc., that he signed the foregoing instrument as director of the corporation, and that the statements therein contained are true.



Notary Public for Idaho
Residing at Buhl, Idaho