

CERTIFICATE OF INCORPORATION  
OF

BOISE TRAILER AND SUPPLY, 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 \_\_\_\_\_

BOISE TRAILER AND SUPPLY, 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 \_\_\_\_\_ December 19 \_\_\_\_\_, 19 79 .



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

1978 DEC 19 AM 8 29

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ARTICLES OF INCORPORATION  
OF  
BOISE TRAILER AND SUPPLY, INC.

SECRETARY OF  
STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of general corporation laws of the State of Idaho, and the acts amendatory thereof, and supplemental thereto, do hereby certify as follows:

ARTICLE I.

The name of this corporation is BOISE TRAILER AND SUPPLY, INC.

ARTICLE II.

The objects and purposes for which this corporation are formed are:

As principal, agent or otherwise, to do, in any part of the world, any and everything herein set forth to the same extent as natural persons might or could do. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, we do expressly provide that the corporation shall have the power:

(a) To engage in the manufacturing of trailers for automobiles, trucks, trailer accessories, and all articles pertaining to the trailer industry. The assembly of same, the sale of such manufactured trailers and related products and for the purpose of conducting the manufacturing business to buy, sell, and hold, reown personal property in any state or territory necessary to the proper conduct of its business, and to do such other things and have such other and further powers as are necessary and incidental to carry on the general manufacturing business of the corporation. To manufacture, construct, and build trailers of all varieties; to buy, sell, either

1 wholesale or retail; lease, hire, import and export, and deal generally in  
2 and with trailers, and to manufacture, construct, buy, acquire, sell, import,  
3 export, and deal in and with all necessary parts and accessories for such  
4 craft.

5 (b) To transact the business of investing on behalf of itself or  
6 others, any part of its capital and such additional funds as it may obtain,  
7 or any interest therein, either as tenant in common or otherwise, and  
8 selling or otherwise disposing of the same, or any part thereof, or interest  
9 therein, and to do each and every thing necessary, suitable or proper  
10 for the accomplishment of any of the purposes or the attainment of any one  
11 or more of the objects herein enumerated, or which shall at any time appear  
12 conducive to or expedient for the protection or benefit of this corporation  
13 and without, in any particular, limiting any of the objects or purposes  
14 or powers of the company, it is hereby expressly declared and provided  
15 that the corporation shall have power to do all acts or things necessary,  
16 incidental or convenient to do, or calculated directly or indirectly, to promote  
17 the interests of the company, or enhance the value or render profitable any  
18 of its property or rights; and in carrying on its business, or for the purpose  
19 of obtaining or furthering any of its objects, to do any and all acts and  
20 things and to exercise any and all other powers which a natural person  
21 could do and exercise and which now or hereafter may be authorized by law.

22 (c) To build, buy, sell, lease, let, mortgage, pledge, exchange  
23 or otherwise acquire or dispose of lands, lots, houses, buildings, real  
24 property, hereditaments, appurtenances and personal property of all classes  
25 and descriptions, and wheresoever situated, and any rights and interests  
26 therein, to the same extent as natural persons might or could do and without  
27 limit as to amount;

28 (d) To acquire by purchase, subscription or otherwise, and to own,

1 hold, sell, negotiate, assign, deal in, exchange, transfer, mortgage, pledge  
2 or otherwise dispose of any shares of capital stock, script, bonds, mortgages,  
3 securities, or evidences of indebtedness issued or created by any other  
4 corporation, joint stock company or association, public or private, or by  
5 whomsoever issued, and while the owner or holder thereof to possess and  
6 exercise in respect thereto any and all rights, powers and privileges of  
7 ownership, including the right to vote thereon;

8 (e) To make, perform, and carry out contracts of every kind and  
9 description made for any lawful purpose, without limit as to amount, with  
10 any person, firm, association or corporation, either public or private,  
11 or with any territory or government, or any agent thereof;

12 (f) To borrow money, to draw, make, accept, endorse, transfer,  
13 assign, execute and issue bonds, debentures, promissory notes, and other  
14 evidences of indebtedness, and for the purpose of securing any of its obliga-  
15 tions or contracts to convey, transfer, assign, deliver, mortgage and/or  
16 pledge all or any part of the property or assets, real or personal, at any  
17 time owned or held by this corporation, upon such terms and conditions  
18 as the Board of Directors shall authorize and as may be permitted by law;

19 (g) To acquire, hold, sell, reissue or cancel any shares of its own  
20 capital stock; provided, however, that this corporation may not use any  
21 of its funds or property for the purpose of purchasing its own common  
22 stock when such would cause any impairment of the capital of this corporation;  
23 and provided further that the shares of its own capital stock belonging  
24 to this corporation shall not be voted directly or indirectly;

25 (h) To organize, incorporate and reorganize subsidiary corporations  
26 and joint stock companies and associations for any purpose permitted by law;

27 (i) To have and to exercise any and all powers and privileges now  
28 or hereafter conferred by the laws of the State of Idaho upon corporations

1 formed under the general corporation laws of the State or under any act  
2 amendatory thereof or supplemental thereto or substituted therefor;

3 (j) To have one or more offices to carry on all or any part of its  
4 operation or business, and to do all and everything necessary, suitable,  
5 convenient or proper for the accomplishment of any of the purposes, or  
6 the attainment of any one or more of the objects herein named, or which  
7 shall at any time appear conducive or expedient for the protection or benefit  
8 of the corporation, and which now or hereafter may be authorized by law,  
9 and this to the same extent and as fully as natural persons might or could  
10 do as principals, agents, contractors, trustees, or otherwise, and either  
11 alone or in connection with any person, firm, corporation or association.

12 ARTICLE III.

13 The corporation shall have perpetual existence.

14 ARTICLE IV.

15 The location and address of the principal place of business of the  
16 corporation shall be, and is, 5416 State Street, Boise, Ada County, Idaho.

17 ARTICLE V.

18 The amount of the capital stock of the corporation shall be, and is  
19 \$25,000.00, divided into 25,000 shares. Each such shares shall have a  
20 par value of \$1.00. Said stock shall be, and is, nonassessable.

21 ARTICLE VI.

22 The names and addresses of the incorporators and the number of  
23 shares subscribed by each are as follows: Bert Bradley, 5416 State Street,  
24 Boise, Idaho; one (1) share. Evelyn Bradley, 5416 State Street, Boise,  
25 Idaho; one (1) share.

26 The number of directors of this corporation shall be as provided by  
27 the bylaws, and, initially this corporation shall have a board of two directors.

28 The name and address of the first Board of Directors, who, subject

1 to the provisions of the bylaws and these articles of incorporation, shall  
2 hold office for the first year of the corporation's existence or until their  
3 successors are elected and have qualified, are as follows: Bert Bradley,  
4 5416 State Street, and Evelyn Bradley, 5416 State Street, Boise, Idaho.

5 The name and address in this State of the corporation's registered  
6 agent is G. Michael Lee, 777 North Fourth, Boise, Idaho 83701.

7 ARTICLE VII.

8 The private property of the stockholders of the corporation  
9 shall not be subject to the payment of corporate debts to any extent whatever,  
10 and the shares of the corporation shall not be subject to assessment for  
11 the purpose of paying expenses, conducting business or paying debts of  
12 the corporation.

13 ARTICLE VIII.

14 The number of directors of the corporation shall be as specified  
15 in the Bylaws, and the number of said directors may from time to time  
16 be increased or decreased in such manner as may be prescribed by the  
17 Bylaws, provided the additional directors may be elected by the directors  
18 then in office, and the directors so elected shall hold office until the next  
19 annual meeting of the stockholders and until their successors are elected  
20 and qualify.

21 ARTICLE IX.

22 The voluntary sale, lease or exchange of all the property and assets  
23 of the corporation, including its good will and its corporate franchises,  
24 may be made by a majority of the Shareholders entitled to vote thereon  
25 upon such terms and conditions as it may deem expedient and for the  
26 best interests of the corporation.

27 ARTICLE X.

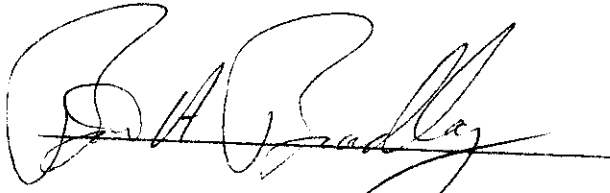

28 No contract or other transaction between the corporation and any

1 other corporation and no act of the corporation shall in any way be affected  
2 or invalidated by the fact that any of the directors of the corporation are  
3 pecuniarily or otherwise interested in or are directors or officers of  
4 such other corporation; any directors, individual or any firm of which any  
5 director may be a member, may be a party to or may be pecuniarily or  
6 otherwise interested in any contract or transaction of the corporation,  
7 provided the fact that he or such firm is so interested shall be disclosed or  
8 shall have been known to the Board of Directors or a majority thereof; and  
9 any director of the corporation who is also a director or officer of such  
10 other corporation, or who is so interested may be counted in determining the  
11 existence of a quorum at any meeting of the Board of Directors of the  
12 corporation which shall authorize any such contract or transaction with  
13 like force and effect as if he were not such director or officer of such other  
14 corporation or not so interested.

15 ARTICLE XI.

16 The Board of Directors is expressly authorized to repeal and amend  
17 the Bylaws of the corporation and to adopt new Bylaws, and the corporation  
18 reserves the right to amend, alter, change or repeal any provisions  
19 contained in these Articles of Incorporation in the manner now or hereafter  
20 prescribed by law, by a majority vote of the shareholders, represented  
21 in person or by proxy, at any annual meeting of the shareholders or  
22 any meeting duly called for that purpose, except where the laws of the  
23 State of Idaho provide otherwise.

24 IN WITNESS WHEREOF, We have hereunto set our hands and seals  
25 this 28 day of Nov, 1979.

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