# State of Idaho

# **Department of State**

CERTIFICATE OF AMENDMENT
OF

NORWEST MOBILE HOME TRANSPORT, INC. File Number C 102008

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of NORWEST MOBILE HOME TRANSPOIRT, INC., changing the corporate name to TRI-WEST TRANSPORT, INC., duly signed and verified 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: February 6, 1995

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SECRETARY OF STATE

By Jonya Herold

# AMENDED

ARTICLES OF INCORPORATION RECEIVED

SEC. OF STATE

OF

Norwest Mobile Hames Transport, Inc. hereafter to be SECRETARY OF 95 FEB 2

TRI-WEST TRANSPORT, INC.

THE UNDERSIGNED, shareholders being all the shareh & C hereby adopt the following AMENDED record, ARTITIES INCORPORATION:

# ARTICLE I

NAME

The name of this corporation is: Tri-West Transport, Inc.

# ARTICLE II

DURATION

The duration of this corporation shall be perpetual.

# ARTICLE III

#### PURPOSE

The purpose of this corporation is to engage in all lawful business transactions including all activity associated with the purchase and sale of mobile homes and motor vehicles.

# ARTICLE IV

# POWERS OF THE CORPORATION

This corporation shall have all of the powers granted or allowed by the Idaho Business Corporation Act, as may be amended from time to time, and all of the powers necessary or convenient to effect any or all of the purposes for which this corporation is organized.

#### ARTICLE V

# COMMON STOCK

This corporation shall have authority to issue 10,000 shares of Common Stock, no par value. The authorized and treasury stock of this corporation may be issued at such times, upon such terms and conditions and for such consideration as the Board of Directors shall determine.

# ARTICLE VI

# INDEMNIFICATION

This corporation shall indemnify all officers, directors and agents to the fullest extent permitted by Idaho law.

# ARTICLE VII

# SHAREHOLDER RIGHTS

The shareholders of Tri-West Transport, Inc. shall have preemptive rights to acquire shares of Tri-West Transport, Inc.. The shareholders shall have the right to cumulate their shares when electing Directors of this corporation.

# ARTICLE VIII

# COMMENCING BUSINESS

This corporation shall not commence business until consideration of a value of at least \$1,000.00 has been received for the issuance of shares of Common Stock.

# ARTICLE IX

#### INITIAL OFFICE AND AGENT

The name and address of the initial registered agent of Tri-West Transport, Inc. is:

John Brent Geddes 111 N.2nd Ste. 303 Coeur d'Alene Idaho 83814

# ARTICLE X

#### DIRECTORS

The number of Directors shall be not less than one (1). The number of Directors constituting the initial Board of Directors is one (1). Thereafter, the number of Directors shall be determined by the By-laws. 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 qualified, are:

Name Address

Wendall Anthony Portman 5273 Government Way Coeur d'Alene, Idaho 83814

# ARTICLE XI

# INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>

Address

Wendall Anthony Portman

5273 Government Way Coeur d'Alene, Idaho 83814

# ARTICLE XII

#### COMMON DIRECTORS

No contract or other transaction between this corporation and one or more of its Directors or any other corporation, firm association or entity in which one or more of its Directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest, or because such Director of Directors are present at the meeting of . the Board of Directors, or a committee thereof, which authorizes, approves or ratifies such contract or transaction, or because his or their votes are counted for such purpose if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the vote or consent of such interested Director; or (b) the fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract or transaction is fair and reasonable to the corporation. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transaction.

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DATED thi	s <u>31</u> day	of January, 1995	
		Shareholders	f $A$
		Wendall Anthony Ports	man / Man

STATE OF IDAHO )
County of Kootenai )

I, John B. Geddes, a notary public, do hereby certify that on the that day of January, 1995, personally appeared before me Wendall Anthony Portman who, being by me first duly sworn, declared that he is the sole shareholder and Director of Tri-West Transport, Inc., that he signed the foregoing document as the sole shareholder and Director of the corporation, and that the statements therein contained are true.

sesiding at: Hunden Cake

Commission expires: 1997

# ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned hereby acknowledges appointment as registered agent in the above Amended Articles of Incorporation.

John Brent Geddes