

# State of Idaho

## Department of State

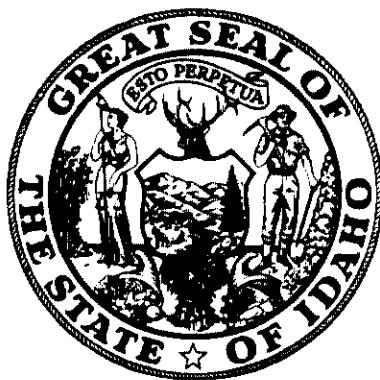
### CERTIFICATE OF INCORPORATION OF

STOKER 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 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: September 29, 1987



*Pete T. Cenarrusa*  
\_\_\_\_\_  
SECRETARY OF STATE

by: *Sadie Mackay*

ARTICLES OF INCORPORATION

OF

STOKER TRANSPORT, INC.

8 46

The undersigned, being natural citizens of the age of nineteen (19) years or more, citizens of the United States, and residents of the United States and residents of the State of Idaho, acting as incorporators of a corporation herein referred to as the "CORPORATION" under the provisions of Title 30, Chapter 1-1, the Idaho Business Corporation Act, herein referred to as the "ACT", adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is Stoker Transport, Inc.

ARTICLE II

Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE III

Purposes and Powers

Section 1. PURPOSES: The purposes for which the Corporation is organized are to engage in the transportation of agricultural, dairy or livestock products grown by farmers or ranchers from the farmer or rancher's place of storage to processing plants or other destinations; to carry agricultural, dairy or livestock products for hire; to carry freight for hire; to receive and load all varieties of agricultural products as a noncommercial vehicle or farm vehicle; to receive and load all varieties of commercial freight on board highway motor vehicles; to transport such freight to various destinations throughout the United States; and to buy, sell and otherwise deal in and with tractors and trailers suitable for noncommercial trucking, farm vehicle trucking or for commercial trucking, and to maintain and repair the same; and to generally deal in the transportation business for all other business incident thereto or connected therewith, and to engage in any other lawful activities.

2. STATUTORY POWERS: Subject to any specific written limitations or restrictions imposed by the Act, by other law, or by these Articles of Incorporation, and solely in furtherance of, but not in addition to, the limited Purposes set forth in Section

1 of the Article, the Corporation shall have and exercise all of the powers specified in Section 30-1-4, Idaho Code.

3. ADDITIONAL POWERS: In furtherance and not in limitation of the powers conferred by the laws of the State of Idaho upon corporations organized for the foregoing purposes, the Corporation shall have the power to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

## ARTICLE IV

### Authorized Shares

The amount of the total authorized capital stock of this Corporation is one thousand (1,000) shares without nominal or par value, and which shall be all of the same class. Such stock may be issued from time to time without action by the stockholders, for such consideration as may be fixed from time to time by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further payment thereon.

## ARTICLE V

### Internal Affairs of the Corporation

Section 1. MEETING OF SHAREHOLDERS: Meeting of the shareholders of the Corporation may be held at such place, either within or without the State of Idaho, as may be provided in the Code of By-Laws. In the absence of any such provisions, all meetings shall be held at the registered office of the Corporation.

Section 2. CODE OF BY-LAWS: The initial Code of By-Laws of the Corporation shall be adopted by its Board of Directors and shall become effective upon ratification by the shareholders. The power to alter, amend, or repeal the Code of By-Laws or to adopt a new Code of By-Laws shall be contained in the Code of By-Laws and the Code of By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with the Act, or these Articles of Incorporation.

Section 3. AMENDMENTS OF ARTICLES OF INCORPORATION: The Corporation reserves the right from time to time to amend, alter, or repeal, or to add any provision to, its Articles of Incorporation, in any manner now or hereafter prescribed or permitted by the provisions of the Act, and any amendment thereto, or by the provisions of any other applicable statute of

the State of Idaho; and all rights conferred upon shareholders by the Articles of Incorporation or any amendment thereto, are granted, subject to this reservation.

## ARTICLE VI

### Address of Initial Registered Office

REGISTERED OFFICE: The address of the initial registered office of the Corporation is Route 5, Box 109, City of Rupert, County of Minidoka, State of Idaho 83350. The name of the official Registered Agent at such address is Robert H. Stoker.

## ARTICLE VII

### Data Respecting Directors

Section 1. INITIAL BOARD OF DIRECTORS: The number of Directors constituting the initial Board of Directors of the Corporation is two (2), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are: Robert H. Stoker of Route 5, Box 109, Rupert, Idaho 83350 and Sharen Stoker, of Route 5, Box 109, Rupert, Idaho 83350.

Section 2. INCREASE OR DECREASE OF DIRECTORS: The number of Directors may be increased or decreased from time by amendment of the Code of By-Laws; but the number of directors shall not be less than two (2) and no decrease shall have the effect of shortening the term of any incumbent director.

## ARTICLE VIII

### Data Respecting Incorporators

The name and address of the Incorporators of the Corporation are: Robert H. Stoker, Route 5 Box 109, Rupert, Idaho 83350 and Sharen Stoker, Route 5 Box 109, Rupert, Idaho 83350.

EXECUTED IN TRIPPLICATE this 23rd day of September, 1987.

  
\_\_\_\_\_  
Robert H. Stoker

  
\_\_\_\_\_  
Sharen Stoker

STATE OF IDAHO )  
County of Minidoka ) ss.

On this 23<sup>rd</sup> day of September, 1987, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT H. STOKER and SHAREN STOKER, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they 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.

(SEAL)

Notary Public for Idaho  
Residing at Rupert, Idaho