

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

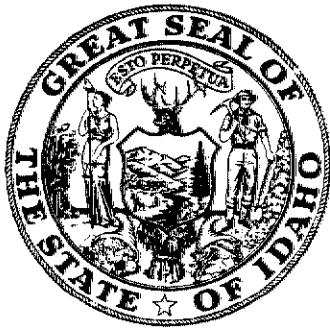
BILL WHITNEY TRUCKING, INC.

File number C 119868

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 16, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Alisa Hunter

ARTICLES OF INCORPORATION

97 JUN 16 PM 2:42
SECRETARY OF STATE
STATE OF IDAHO

OF

BILL WHITNEY TRUCKING, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is BILL WHITNEY TRUCKING, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is to conduct the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate amount of shares which the corporation shall have the authority to issue is Fifty Thousand (50,000), all of one class, no par value.

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 HC04, Box 39-AA, St. Maries, Idaho 83861, and the name of its initial registered agent at such address is **SECRETARY OF STATE**
A. WHITNEY.

DATE 06/16/1997
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CX #: 788 CUST# 9641
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ARTICLES OF INCORPORATION -1-
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EIGHTH: 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 shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
William A. Whitney	HC04, Box 39-AA St. Maries, Idaho 83861
Mary L. Whitney	HC04, Box 39-AA St. Maries, Idaho 83861

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
William A. Whitney	HC04, Box 39-AA St. Maries, Idaho 83861
Mary L. Whitney	HC04, Box 39-AA St. Maries, Idaho 83861

DATED this 10th day of June, 1997.

Mary L. Whitney
MARY L. WHITNEY

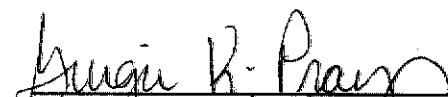
William A. Whitney
WILLIAM A. WHITNEY

STATE OF IDAHO)
County of Benewah) ss.

On this 10th day of June, 1997, before me, the undersigned, a notary public in and for Idaho, personally appeared WILLIAM A. WHITNEY and MARY L. WHITNEY, husband and wife, known or identified 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.


Hugh R. Pray
Notary Public in and for Idaho
Residing at: St. Maries, Idaho
Commission expires: 9-26-2000