



CERTIFICATE OF INCORPORATION
OF

AMERICAN HIGHWAYS, INC.

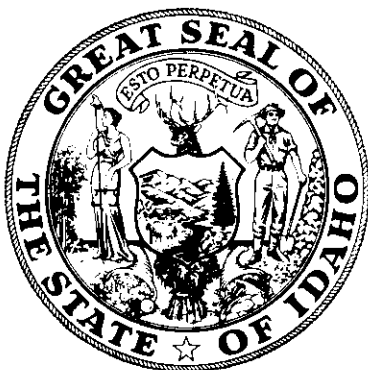
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

AMERICAN HIGHWAYS, 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 9, 1981



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Penny Gursaa*

ARTICLES OF INCORPORATION

OF

AMERICAN HIGHWAYS, INC.

THE UNDERSIGNED, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation of such corporation:

ARTICLE ONE

The name of the Corporation is AMERICAN HIGHWAYS, INC.

ARTICLE TWO

The duration of the Corporation shall be perpetual, and it's fiscal year end shall be August 31st.

ARTICLE THREE

The purpose or purposes for which the Corporation is organized are:

(a) To deal in, buy, sell and act as broker for trucks and truckers seeking loads of any and all forms of agriculture produce and supplies, to haul intrastate or interstate, on commission or otherwise from commercial or producer sources, retail or wholesale.

(b) To enter into any agreement for sharing profits, union or interest, or cooperation with any other person or company carrying on, or about to carry on, any business or transaction similar, in whole or in part, to the business which this Corporation would be authorized to carry on under its own powers.

(c) To engage in any and all other activities not here specifically referred to which would be helpful or compatible to the full development of the above pursuits which are otherwise permitted by law.

ARTICLE FOUR

No contract or other transaction between the Corporation and one or more directors, or between the Corporation and any Corporation, Firm, or Association in which one or more of its directors are directors or are financially interested, shall be either void or voidable by reason of the fact that such director or directors are present at the meeting of the Board of Directors or a committee thereto which authorized or approves such contract or transaction.

ARTICLE FIVE

The aggregate number of shares which the Corporation shall have authority to issue is 10,000 shares of the par value of \$1.00 each; the aggregate par value of the total authorized number of par value shares is \$10,000.00 The amount of such stock may be issued in such amounts and proportions as from time to time shall be determined by the Board of Directors, subject, however, to restrictions as may be now or thereafter created or imposed by law.

ARTICLE SIX

The address of the initial registered office of the Corporation is P. O. Box 159, Moreland, Idaho, 83256, and the name of its initial registered agent at such address is Don J. Bingham.

ARTICLE SEVEN

The number of Directors constituting the initial Board of Directors of the Corporation is four, 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>
Don J. Bingham	Rt. # 5 Box 136 Blackfoot, Idaho 83221
L. Douglas Page	Rt. # 7 Box 252 Blackfoot, Idaho 83221
Robert C. Thomas	Rt. # 2 Box 265 Blackfoot, Idaho 83221
Kelly Bingham	Rt. # 7 Box 251 Blackfoot, Idaho 83221

ARTICLE EIGHT



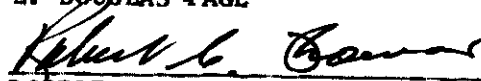
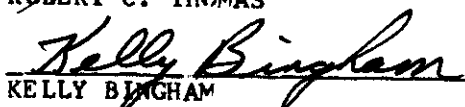
The names, social security numbers and post office addresses of each of the incorporators, being the initial Directors of the Corporation (being four in number), signing the Articles of Incorporation are as follows:

<u>NAME</u>	<u>SHARES SUBSCRIBED TO</u>
Don J. Bingham	
L. Douglas Page	
Robert C. Thomas	
Kelly Bingham	



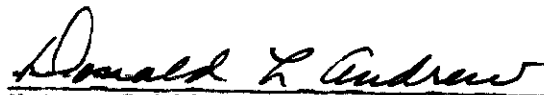
Signatures of Incorporators (who are the initial directors of the Corporation.)

Dated this 1st day of November, 1981.


DON J. BINGHAM

L. DOUGLAS PAGE

ROBERT C. THOMAS

KELLY BINGHAM

STATE OF IDAHO)
 : ss.
COUNTY OF BINGHAM:)

On this 1st day of November, 1981, before me, a Notary Public in and for said State, personally appeared DON J. BINGHAM, L. DOUGLAS PAGE, ROBERT C. THOMAS and KELLY BINGHAM, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.


Notary Public for Idaho
Residing at Rockford, Idaho

My commission expires Mar 23, 1984