

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

TRUCK LEASING, INC.

was filed in the office of the Secretary of State on the **Twelfth** day of **November** A.D. One Thousand Nine Hundred **Sixty-three** and duly recorded on Film No. **125** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Caldwell** in the County of **Canyon**.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **12th** day of **November**, A.D., 19 **63**.

Secretary of State.

1 ARTICLES OF INCORPORATION

2 OF

3 TRUCK LEASING, INC.
4

5 KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned,
6 all being citizens of the United States of legal age, this day hav-
7 ing voluntarily associated ourselves together for the purpose of
8 forming a corporation under and pursuant to the laws of the State
9 of Idaho, do hereby certify:

8 ARTICLE I.

9 Name

10 The name of the corporation shall be "TRUCK LEASING, INC."

11 ARTICLE II.

12 Purposes

13 (a) To buy, sell, and generally trade and deal in, as
14 principal, agent, factor, on commission or otherwise, exchange, im-
15 port, export, lease and/or let and/or rent and/or hire, with or
16 without chauffeur, store and warehouse automobiles, motor cars,
17 motor trucks, motorcycles, and other vehicles of every kind and des-
18 cription.

19 (b) To maintain and keep storage warehouses for the stor-
20 age and deposit of goods and merchandise of all kinds and descrip-
21 tion and conduct all business appertaining thereto.

22 (c) To acquire, own, lease or hold such real and personal
23 property as may be necessary or convenient for the transaction of
24 its business.

25 (d) To purchase, sell, lease, make repairs to and store
26 trucks, their parts and accessories, and to buy, sell and lease and
27 operate garages, service stations and repair shops and to carry on
28 business incidental thereto.

29 (e) To construct and erect buildings or structures upon
30 and to improve and maintain any and all real property owned, leased
31 or held by this corporation; and to equip, improve and generally
32 operate any and all personal property owned by this corporation.

33 (f) To purchase, hold, sell and transfer the shares of
34 its own capital stock; provided it shall not use its funds or prop-
35 erty for the purchase of its own shares of capital stock when such
36 use would cause any impairment of its capital; and provided further
37 that the shares of its own capital stock owned by it shall not be
38 voted upon directly or indirectly.

39 (g) To enter into, make, perform and carry out contracts
40 of every sort and kind which may be necessary or desirable for the
41 furtherance of the business of this corporation, with any persons,
42 firms, corporations, associations, any state, territory or munici-
43 pality of the United States or any foreign country, government or
44 body politic.

45 (h) To acquire and hold all or any part of the capital
46 stock, assets or good will of any business, of any person, firm,

1 association or corporation engaged in any business in whole or in
2 part similar to that of this corporation, consistent with the ob-
3 jects and purposes of this corporation, and to hold, utilize and in
4 any manner dispose of the whole or any part of the stock, assets,
5 good will and rights so acquired and to conduct in any lawful man-
ner in whole or in part any business so acquired, and to undertake
or assume the whole or any part of the obligations or liabilities
of any person, firm, association or corporation engaged in the
business so acquired.

6 (i) To borrow money for any purpose of this corporation,
7 without limit as to amount, and to issue bonds, debentures, notes
8 or other evidences of indebtedness, secured or unsecured, of this
9 corporation for the moneys so borrowed, or in payment for property
10 acquired, or for any other objects or purposes of this corporation,
or in connection with its business; to secure payment of such de-
bentures, notes or other obligations by mortgages or pledges or
other liens upon any or all of the property of this corporation
wheresoever situated.

11 (j) To carry out all or any part of the foregoing objects
12 or purposes as principal or agent, or otherwise, either alone or in
13 conjunction with any person, association or other corporation and in
14 any part of the world; and in carrying on its business and for the
15 purpose of attaining or furthering any of its objects or purposes,
16 to make and perform such contracts of any kind and description, to
do such acts and such things, and to exercise any and all such pow-
ers as a natural person could lawfully make, perform, do or exercise
provided that the same be not inconsistent with the objects or pur-
poses of this corporation, or the statutes of the State of Idaho.

17 (k) To conduct its business in all or any of its branches
18 in the State of Idaho, and in any and all other states, territories,
19 possession, colonies and dependencies of the United States of
America and in the District of Columbia, and in any or all foreign
countries, and to have one or more offices within or outside of the
State of Idaho.

20 (l) The objects as specified herein shall, except as
21 otherwise expressed, be in no way limited or restricted by refer-
22 ence to or inference from the terms of any other clause or para-
23 graph of these Articles. The objects, purposes and powers specified
in each of the clauses or paragraphs in these Articles shall be re-
garded as independent objects, purposes and powers.

24 The foregoing shall be construed as objects and powers
25 and the enumeration thereof shall not be held to limit or restrain
in any manner the general powers now or hereafter conferred on this
corporation by the statutes of the State of Idaho.

26 ARTICLE III.
27 Duration

28 The period of existence and the duration of the life of
29 this corporation shall be perpetual.

30 ARTICLE IV.
31 Place of Business

32 The location and post office address of the registered
office of this corporation in the State of Idaho shall be Caldwell
in the County of Canyon, State of Idaho.

1 ARTICLE V.
2 Stock

3 This corporation is authorized to issue one class of
4 shares of its capital stock to be designated as common stock; the
5 total number of shares of common stock which this corporation shall
6 be authorized to issue is 50. The aggregate par value of the capi-
7 tal stock of this corporation shall be \$5,000.00; and the par value
8 of each of said shares of common stock shall be \$100.00.

6 ARTICLE VI.
7 Incorporators

8 The names and post office addresses of each of the incor-
9 porators of this corporation and the number of shares of said common
10 capital stock subscribed by each of those incorporators are as fol-
11 lows:

10 NAME	POST OFFICE ADDRESS	SHARES SUBSCRIBED
11 Robert E. Frost	E. Cleveland Blvd., Caldwell, Idaho	One
12 Marceil E. Frost	E. Cleveland Blvd., Caldwell, Idaho	One
13 John D. Titus	Independence, Oregon	One

14 Each of the persons above enumerated as incorporators is
15 a natural person over the age of twenty-one years and is a citizen
16 of the United States of America.

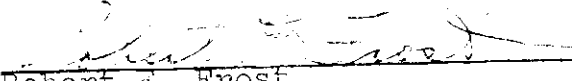
16 ARTICLE VII.
17 Capital Stock

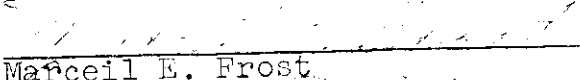
18 The capital stock of this corporation shall be nonassess-
19 able; and the private property of the shareholders in this corpora-
20 tion shall not be liable for the debts, obligations or liabilities
21 of this corporation.

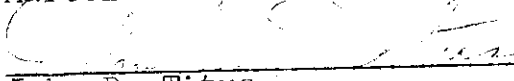
20 ARTICLE VIII.

21 A director of this corporation shall not be required to
22 be a holder of any of the shares of the common capital stock of the
23 corporation.

23 IN WITNESS WHEREOF, We, the undersigned, for the purpose
24 of forming this corporation under the statutes of the State of
25 Idaho, have executed these Articles of Incorporation this 8th day
26 of November, 1963.

27 
Robert E. Frost

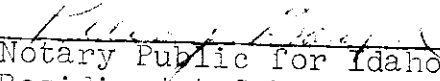
28 
Marceil E. Frost

29 
30 John D. Titus
31
32

1 STATE OF IDAHO)
2 County of Canyon) ss.

3 On this 8th day of November, 1963, before me, the
4 undersigned, a Notary Public in and for said State, personally ap-
5 peared ROBERT E. FROST, MARCEIL E. FROST and JOHN D. TITUS known to
6 me to be the persons whose names are subscribed to the within in-
7 strument and acknowledged to me that they executed the same, and I
8 further certify that each of said persons acknowledged that they
9 were over the age of twenty-one years and were each citizens of the
10 United States of America.

11 IN WITNESS WHEREOF, I have hereunto set my hand and af-
12 fixed my official seal the day and year in this certificate first
13 above written.

14 
15 Notary Public for Idaho
16 Residing at Caldwell, Idaho

GIGRAY & BOYD
ATTORNEYS AT LAW
CALDWELL, IDAHO

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