

FILED/EFFECTIVE

SEP 1 3 19 PM '00

SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
A&I TECHNOLOGIES, INC.**

KNOW BY ALL MEN PRESENTS: that the undersigned citizen and resident of the United States of America and State of Idaho, and of legal age, for the purpose of organizing a corporation pursuant to the laws of the State of Idaho, does hereby make, sign, acknowledge, certify and file this certificate and Articles of Incorporation as follows:

ARTICLE I:

NAME OF CORPORATION

The name of this corporation is : A&I Technologies, Inc.

ARTICLE II:

PERIOD OF DURATION

The period of duration of this corporation shall be perpetual.

ARTICLE III:

PURPOSES

The purpose for which this corporation is organized shall be and include:

The transaction of any and all lawful business for which corporations may be incorporated within and under the Idaho Business Corporation Act.

ARTICLE IV:

CAPITAL STOCK

The amount of capital stock of this corporation and the aggregate number of shares which the corporation has authority to issue shall be 10,000,000 shares of common stock with no par value.

IDAHO SECRETARY OF STATE

09/01/2000 09:00
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ARTICLE V:

REGISTERED OFFICE AND AGENT

- Section 1: The address of the corporation's registered office in this state is 514 East 1st North, Rexburg, Idaho 83440.
- Section 2: The initial registered agent for the corporation shall be Daniel Rex McNair, and the address for said agent is 514 E. 1st No., Rexburg, Idaho 83440

ARTICLE VI:

DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation shall be not less than three (3) who are to serve as Directors until the first annual meeting of Stockholders or until their successors shall have been elected and qualified. The names and addresses of the initial Board of Directors are as follows:

Daniel Rex Mc Nair
514 East 1st North
Rexburg, Idaho 83440

Douglas Trucano
3660 North Douglas Highway
Juneau, Alaska 99802

Josephine Carioti
3660 North Douglas Highway
Juneau, Alaska 99802

ARTICLE VII:

INCORPORATORS

The names and addresses of each of the incorporators are as follows:

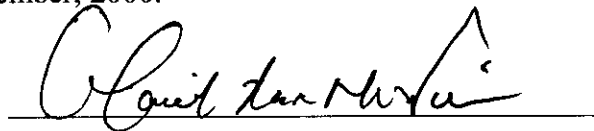
Daniel Rex Mc Nair
514 East 1st North
Rexburg, Idaho 83440

Douglas Trucano
3660 North Douglas Highway
Juneau, Alaska 99802

Josephine Carioti
3660 North Douglas Highway
Juneau, Alaska 99802

All of the subscribers to these Articles of Incorporation are citizens of the United States. Mr. Nair is also a resident of the State of Idaho. Mr. Trucano, and Ms. Carioti are also residents of the State of Alaska.

IN WITNESS WHEREOF, one of the incorporators and resident of Idaho has hereto set his hand and seal this 1st day of September, 2000.

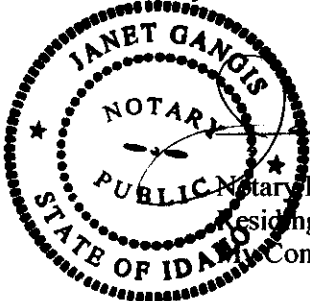


Daniel Rex Mc Nair

STATE OF IDAHO)
 :SS.
County of Custer)

On this 1st day of September, 2000 before me the undersigned, a Notary Public in and for the State of Idaho, personally appeared DANIEL REX MCNAIR, known to me to be the person whose name is subscribed to the above and foregoing Articles of Incorporation and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal the day and year first above written



Notary Public for Idaho
Residing at Challis, Idaho
Commission Expires: 4/30/04