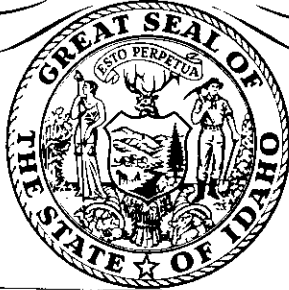


State of Idaho



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

WESTERN INDUSTRIES, INC.

was filed in the office of the Secretary of State on the **Seventh** day of **December** A.D. One Thousand Nine Hundred **Fifty-nine** and duly recorded on Film No. **109** 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 **Boise,** in the County of **Ada.**

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 **7th** day of **December**, A.D., 19**59**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
WESTERN INDUSTRIES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, William A. Housman, Harold G. Strongrich, and J. Charles Blanton, all of whom are natural persons, and citizens of the United States of America, this day have voluntarily associated ourselves together for the purpose of forming a private corporation under the laws of the State of Idaho, do hereby make, execute and publish the following Articles of Incorporation, to wit:

ARTICLE I

NAME

The name of this corporation shall be "WESTERN INDUSTRIES, INC."

ARTICLE II

DURATION

The duration or term of existence of this corporation shall be perpetual from and after the date of issuance of the certificate of its incorporation by the Secretary of State of the State of Idaho.

ARTICLE III

REGISTERED OFFICE

The location and post office address of the registered office of this corporation in the State of Idaho shall be Boise, Ada County, Idaho.

ARTICLE IV

AUTHORIZED SHARES

This corporation shall have a total authorized Capital Stock of FIVE HUNDRED THOUSAND DOLLARS (\$500,000), divided into One Hundred Thousand (100,000) shares of the par value of Five Dollars (\$5.00) per share.

ARTICLE V

DIRECTORS

The business of this corporation shall be managed and conducted by a Board of at least three (3) Directors, the first Board to be elected at the first meeting of the stockholders of this corporation and the entire Board to be elected annually thereafter at the Annual Meeting of the stockholders of this corporation.

The Board of Directors of this corporation may meet and transact the business of the corporation either at the principal place of business herein designated, or at such other place within or without the State of Idaho as may be designated by resolution of the Board of Directors.

ARTICLE VI

INCORPORATORS

The names and post office addresses of each of the incorporators of this corporation, and the number of shares thereof subscribed by each incorporator, are as follows:

<u>NAME</u>	<u>P. O. ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>PAR VALUE</u>
William A. Housman	Apt. 4-B, Pocatello Heights, Pocatello, Idaho	1	\$5.00

NAME	P. O. ADDRESS	NO. OF SHARES SUBSCRIBED	PAR VALUE
Harold G. Strongrich	1501 Martha, Boise, Idaho	1	\$5.00
J. Charles Blanton	3736 Mountain View Drive, Boise, Idaho	1	\$5.00

ARTICLE VII

PURPOSES

The purposes for which this corporation is formed are:

To apply for, obtain, register, purchase, lease or otherwise to acquire, and to hold, own, use, develop, operate, and to sell, assign, grant licenses or territorial rights in respect to, or otherwise turn to account or dispose of, any copyrights, trademarks, trade names, brands, labels, patent rights, or Letters Patent of the United States or of any other country or government, pertaining to any and all inventions, improvements and processes, whether used in connection with or secured under Letters Patent, or otherwise.

To manufacture, buy, sell, deal and trade in, and to carry on the business of manufacturing, buying, selling, and trading and dealing in, any and all types of personal property, included, but not limited to, the manufacturing, buying, selling, trading, and dealing in, machinery, equipment, appliances, and parts therefor.

To purchase, own, lease, rent, or otherwise acquire, and to sell, hypothecate, exchange, convey and transfer, mortgage and otherwise encumber, real estate, and all interests therein.

To borrow money and otherwise incur indebtedness, and to draw, make, accept, endorse, transfer, sign, guarantee, execute and issue bonds, debentures, notes, drafts, bills of exchange, negotiable instruments, and all other evidences of indebtedness, negotiable or non-negotiable, whether secured or unsecured.

For the purpose of securing all or any of its contracts, obligations, or liabilities; to convey, transfer, assign, deliver, mortgage, pledge or otherwise hypothecate all or any part of the property or assets at any time owned or held by this corporation.

To buy, redeem, or otherwise acquire, to own, hold, sell, transfer and assign, and to deal in, the shares of stock debentures, or other securities issued by any corporation, including any shares of the Capital Stock issued by this corporation when permitted by law; provided, however, that this corporation may not use any of its own funds or property for the purchase of its own shares of Capital Stock, when such use would cause any impairment of the capital of this corporation; and, provided further, that the shares of its own Capital Stock belonging to this corporation shall not be voted directly or indirectly.

To loan and invest the funds of this corporation, without limitation as to amount, and either with or without security of any kind, character, or amount.

To have, exercise and enjoy all the powers or privileges now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all powers and privileges granted to corporations by Chapter 1 of Title 30, Idaho Code, and any present or future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforesaid business, or carrying into effect any and all of the aforesaid objects and purposes.

To conduct its business and exercise all or any of its powers as above specified, or otherwise, in the State of Idaho, or in any other state, territory, or colony of the United States, the District of Columbia, or any foreign country, or any other part of the world, as fully and to the same extent as natural persons might or could do, either alone or in company with others, and at its option to have one or more offices or places of business outside the State of Idaho, or such offices or places of business as it desires in said state, in addition to its registered and principal place of business.

All the foregoing provisions of this Article VI are to be construed both as objects and powers, and it is hereby expressly provided that the enumeration herein of specified objects and powers shall not be held to limit or restrict in any manner the general purposes and powers of the corporation to carry on any business or to exercise any power or do any act which a corporation formed under the laws of Idaho now, or hereafter existing, may, at the time, lawfully, carry on or do. It is the intention that the purposes, objects and powers specified in each of the paragraphs of this Article VI of these Articles of Incorporation shall, except as otherwise provided, in nowise be limited or restricted by reference or inference from the terms of any other clause or paragraph contained in this Article, or in any other provision of these Articles of Incorporation.

IN WITNESS WHEREOF, Each of said incorporators hereunto has

subscribed his name to these Articles, in triplicate, this
30th day of November, 1959.

William A. Housman
William A. Housman

Harold G. Strongrich
Harold G. Strongrich

J. Charles Blanton
J. Charles Blanton

STATE OF IDAHO)
) ss.
County of Ada)

On this 30th day of November, 1959, before me, the under-
signed, a Notary Public in and for said state, personally appeared
WILLIAM A. HOUSMAN, HAROLD G. STRONGRICH, and J. CHARLES BLANTON,
known to me to be the persons whose names are subscribed to the
above and foregoing Articles of Incorporation, and acknowledged
to me that they executed the same.

Helen Shawhan
Notary Public for Idaho
Residing at Boise, Idaho