

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

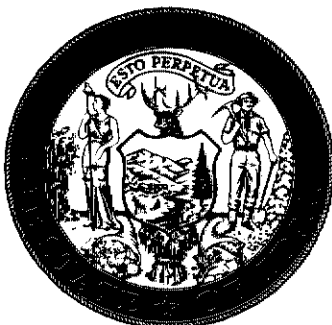
BURLEY TRACTOR SALVAGE, INC.

File number C 108885

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: January 4, 1995



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]*

ARTICLES OF INCORPORATION

OF

BURLEY TRACTOR SALVAGE, INC.

DEC 30 / 4 33 PM '94
SECRETARY OF STATE

JAN 4 10 21 AM '95
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of legal age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

Name

The name of the corporation shall be Burley Tractor Salvage, Inc.

II.

Registered Office

The location and post office address of the registered office of the corporation shall be 403 North Main Street, Paul, Idaho, 83347.

III.

Registered Agent

The name of the registered agent of the corporation is Eldon Adams.

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IV.

Duration

The period of existence and duration of the corporation shall be perpetual.

V.

Corporate Purpose

The purpose for which the corporation is organized shall be the transaction of any and all lawful business for which corporations may be incorporated under the laws of Idaho.

VI.

Authorized Capital Stock

The capital stock of the corporation shall consist of 500,000 shares of voting common stock and 500,000 shares of non-voting common stock. All shares of both voting common stock and non-voting common stock shall have a par value of \$1.00 per share. Each share of voting common stock shall have the same rights, privileges and voting power and shall be non-assessable. Each share of non-voting common stock shall have the same rights and privileges as each other share of both voting and non-voting common stock and shall be non-assessable, but none of the shares of non-voting common stock shall be entitled to vote.

VII.

Incorporators

The names and post office addresses of the incorporators are as follows:

<u>Name</u>	<u>Post Office Address</u>
Michael L. Anderson	2000 N. McDermott Rd. Meridian, ID 83642
Donna J. Anderson	2000 N. McDermott Rd. Meridian, ID 83642

VIII.

Directors

There shall be two directors of the corporation, but the number of directors may be increased or decreased from time to time as provided by the bylaws. The names and post office addresses of the initial directors, named by the incorporators, are as follows:

<u>Name</u>	<u>Post Office Address</u>
Michael L. Anderson	2000 N. McDermott Rd. Meridian, ID 83642
Donna J. Anderson	2000 N. McDermott Rd. Meridian, ID 83642

The initial directors shall serve until the first election of directors.

IX.

Bylaws

The Board of Directors, by a majority vote, shall have the power to adopt bylaws, and to repeal and amend bylaws.

X.

Director Conflicts of Interest

No contract or other transaction between the corporation and any other corporation, whether or not a majority of the shares of the capital stock of such other corporation is owned by the corporation, and no act of the corporation, shall be in any way affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation; any director individually, or any firm of which such director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors; and the director of the corporation who is also so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such contract or transaction, with like force and effect as if he

were not such a director or officer of such other corporation, or not so interested.

IN WITNESS WHEREOF, the undersigned incorporators of said corporation have executed these Articles of Incorporation this 29th day of December, 1994.


Michael L. Anderson


Donna J. Anderson

07/wcg