

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

GEOLINEAR OPERATING COMPANY

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: *July 24, 1986*



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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IDAHO STATE

ARTICLES OF INCORPORATION
OF
GEOLINEAR OPERATING COMPANY

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as the "Corporation") under the Idaho Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME

The name of the Corporation is Geolinear Operating Company.

ARTICLE II. PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III. PURPOSES

Section 1. The purposes for which the Corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith which are not forbidden by the Act, by other law or by these Articles of Incorporation.

Section 2. The Corporation shall have and may exercise all powers necessary or convenient to effect its purposes, including but not limited to the statutory powers specified in Idaho Code Sections 30-1-4 to 30-1-6, as amended and supplemented.

ARTICLE IV. AUTHORIZED SHARES

Section 1. Number. The aggregate number of shares of common stock which the Corporation shall have authority to issue is 1,000 shares. The aggregate par value of each share is 1,000 and the par value of each share is \$1.00.

Section 2. Dividends. The holder of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in shares of the capital stock of the Corporation.

Section 3. Stock Nonassessable. The private property of the shareholders of the Corporation shall not be subject to the payment of the corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the Corporation.

Section 4. Voting Power. The entire voting power for the election of the Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record.

Section 5. Repurchase From Capital Surplus. The Directors may, from time to time, distribute to the shareholders out of capital surplus of the Corporation a portion of its assets, in cash or property.

ARTICLE V. PREEMPTIVE RIGHTS

Shareholders of the Corporation shall have preemptive and preferential rights of subscription to any shares of stock of the Corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the Corporation, issued or sold, and the Board of Directors in issuing stock of the Corporation, or obligations convertible into stock, shall first offer such issue of stock or obligations to the shareholders of this Corporation.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is P.O. Box 4127, Boise, Idaho 83704, and the name of its initial registered agent at that office is Curtis W. Young.

*1755 Westgate Drive, Boise, Idaho 83704

ARTICLE VII. BOARD OF DIRECTORS

The number of Directors of the Corporation shall be as specified in the Bylaws. The number of directors constituting the initial Board of Directors is three, and the name and address of the persons who are to serve as Directors until the first annual meeting of the shareholders and until their successors are elected and qualify are:

<u>Name</u>	<u>Address</u>
J. L. Terteling	P.O. Box 4127 Boise, ID 83704

Curtis W. Young

P.O. Box 4127
Boise, ID 83704

Moiz U. Hussain

P.O. Box 4127
Boise, ID 83704

ARTICLE VIII. INCORPORATOR

Name

Address

Geolinear Company

P.O. Box 4127
Boise, ID 83704

Dated this 24 day of July, 1986.

GEOLINEAR COMPANY
A foreign corporation

By

Curtis W. Young
Its Treasurer

JUL 24 4 41 PM '86
RECEIVED BY STATE

GEOLINEAR COMPANY

July 24, 1986

Secretary of State
State of Idaho
Statehouse
Boise, Idaho 83720

Attention: Corporations

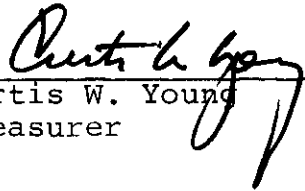
Gentlemen:

This letter will advise you that Geolinear Company, a Nevada corporation qualified to do business and in good standing as a foreign corporation in the State of Idaho, does hereby consent to the use of the name "Geolinear" by Geolinear Operating Company, a corporation being incorporated this day as an Idaho corporation. The undersigned is the incorporator of Geolinear Operating Company.

Very truly yours,

GEOLINEAR COMPANY

By


Curtis W. Young
Treasurer