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ARTICLES OF INCORPORATION OFSECRETARY OF STATE
STATE OF IDAHO

DYNAMIC ELECTRICAL ENERGY SYSTEMS, INC.

I, the undersigned, a natural person of full age, and a citizens of the United States and of the State of Idaho, in order to form a corporation for the purposes hereinafter stated, under, and pursuant to the provisions of Title 30, Chapter I, Idaho Code, and all acts amendatory and supplementary thereto, do hereby adopt the following Articles of Incorporation.

I.

The name of this corporation shall be Dynamic Electrical Energy Systems, Inc.

II.

The corporation, when formed, shall have perpetual existence.

III.

The location of the registered office of the corporation shall be such a place as the Board of Directors from time to time determine, and until further change shall be 364 North 700 West, Blackfoot, Idaho 83221. The registered agent of the corporation shall be Harry G. Nash, 253 Monroe Drive, Blackfoot, Idaho, 83221.

IV.

In addition to the powers granted to corporations generally, and by the provisions of Title 30, Chapter I, and all acts amendatory and supplementary thereto, the corporation shall have the following general and specific powers: To manufacture equipment to extract energy from biosynthetic fuels, and to exercise any and all other powers that may be necessary to the complete fulfillment of the foregoing purposes and to engage in business in other states as the Board of Directors may from time to time determine.

V.

The capital stock of this corporation shall be common stock, and the rights pertaining thereto shall, in all respects, be equal, and may be increased or decreased as provided by the laws of the State of Idaho. The authorized capital stock, shares and par value shall be as follows:

<u>AUTHORIZED CAPITAL STOCK</u>	<u>SHARES</u>	<u>PAR VALUE PER SHARE</u>
\$100,000.00	10,000	\$10.00

IDAHO SECRETARY OF STATE
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VI.

The name of the incorporator is Harry G. Nash , with address and the amount of shares subscribed to him are as follows:

NAME	ADDRESS	NUMBER OF SHARES
Harry G. Nash	253 Monroe Drive Blackfoot, Idaho 83221	1

VII.

The annual meeting of the shareholders shall be held on the 21st day of December of each year in the registered office of the corporation, and at all meetings of stockholders, cumulative voting shall be allowed and each stockholder may vote by proxy.

VIII.

The Board of Directors of this corporation shall consist of one person, and shall hold office for one year or until his successor is elected and qualified. The annual directors meeting shall be held immediately following the meeting of the shareholder of the corporation and at the same place. Until the organizational or next meeting of the Board of Directors and until his successor is elected and qualified, the following person shall serve as director of this corporation: Harry G. Nash.

IX.

The executive offices of this corporation shall be a President, Vice President, Secretary, and Treasurer, which such officers are to be elected from the Board of Directors and the president, when elected, shall be the chairman of the board for the next ensuing year; provided, that the offices of President and Treasurer, and Secretary and Vice President may be held by one and the same person. The Board of Directors shall have power to fill any vacancies in the Board of Directors or any other office and shall have the power to appoint an assistant Secretary and an assistant Treasurer, neither of whom need to be shareholder of this corporation.

X.

The directors of this corporation shall serve without compensation unless otherwise expressly provided by the unanimous vote of the Board of Directors and compensation, if any, of the executive officer shall, at the discretion of the Board of Directors, be fixed and determined and from time to time altered, modified or changed.

XI.

The corporation shall have a seal, circular in shape, the design of which shall be fixed by the Board of Directors, and which shall contain the following words: DYNAMIC ELECTRICAL ENERGY SYSTEMS, INC.

Organized 2012. The Secretary of said corporation shall have the custody of the official seal and of said corporation and shall affix the same to all documents requiring the same.

XII.

The Board of Directors shall have plenary powers and discretion without the assent or vote of the stockholders to make, adopt and amend and recind By Laws and to make all rules and regulations deemed expedient for the conduct of the business of the corporation; to fill vacancies occurring in the Board of Directors from any cause; to appoint from its own number an executive committee and vest said committee with all the powers granted the Directors by these Articles; to affix the times of declaration and payment of dividends; to fix and vary the amounts to be reserved as working capital; to authorize and cause to be executed mortgages and leins upon all the property of the corporation, or any part thereof; and generally, to do whatever in its judgement may be necessary or advisable to promote the welfare of the corporation and to further its lawful activities.

XIII.

- a) Each shareholder of the corporation shall be entitled to full preemptive or preferential rights, as such rights are defined by law, to subscribe for or purchase his proportional part of any shares which may be issued at any time by the corporation.
- b) Any shareholder desiring to sell any of the shares of the corporation shall first offer said shares to the corporation and the other shareholders in the following manner:
 1. Such shareholder shall give written notice by registered mail to the Secretary of the corporation of his intention to sell such shares. Said notice shall specify the number of shares to be sold, the price per share, and the terms upon which the sale is to be made. The corporation shall have 10 days from the receipt of such notice within which to exercise its option to purchase all or any full number of the shares so offered. Such purchased may be authorized by the Board of Directors without any action by the shareholders of the corporation.
 2. In the event that the corporation should fail to purchase all of such shares within the said 10 day period, the Secretary of the corporation shall, within 5 days thereafter, give written notice to each of the other shareholders of record, stating the number of shares offered for sale but not purchased by the corporation, the price per share, and the terms upon which the sale is being made. Such notice shall be sent by mail addressed to each shareholder at his last address as it appears on the books of the corporation. Within 10 days after the mailing of said notices, any shareholder desiring to purchase part or all of such shares shall deliver by mail or otherwise to the Secretary of the corporation a written offer for the number of shares desired by him, accompanied by the purchase price therefor with authorization to pay such purchase price against delivery of such shares.
 3. If the shareholders offer to purchase more that the total number of shares available for purchase by them, then the shareholders offering to purchase shall be entitled to purchase such proportion of said shares as the number of shares of the corporation which he holds bears to the total number of shares held by all shareholders offering to purchase. In the event that the proportion of said shares to which any shareholder should be entitled to purchase is more that the number of shares he desires to purchase, each remaining shareholder desiring to purchase additional shares shall be entitled to purchase such proportion of the overplus as the number of shares which he holds bears to the total number of shares held by all shareholders desiring to participate.
 4. If none or only a part of the shares offered for sale is purchased by the corporation or shareholders, or both, then the shareholder who offered the same for sale shall have thereafter the right to sell said shares not so purchased to

such person or persons as he desires; provided, however, that he shall not sell such shares at a lower price or on terms more favorable to the purchaser than those specified in the written notice he gave to the corporation.

5. Any sale of the shares of the corporation shall be null and void unless the provisions of this Article XIII (b) are strictly observed and followed.

IN WITNESS WHEREOF, I have hererunto set my hand this 24th of July, 2012.

Harry G. Nash

Harry G. Nash

State of Idaho

County of Bingham

on this 24th day of July, 2012

Marla Richards

3/25/2017

