

ARTICLES OF INCORPORATION
OF
SOUTH BRIDGE EQUIPMENT, INC.

97 SEP 29 AM 8:31
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporators, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of the Corporation shall be South Bridge Equipment, Inc.

ARTICLE II

The Corporation is to have perpetual existence.

ARTICLE III

The purpose for which said Corporation is formed is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV

The capital stock of the Corporation shall be one thousand (1,000) shares of common stock.

ARTICLE V

The Corporation elects to have preemptive rights.

ARTICLE VI

The address of the Corporation's initial registered office shall be 1125 E. Iona Road, Idaho Falls, Idaho, 83401, and the name of its initial registered agent shall be Mark Kalakay.

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ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is two (2) and the name and address of each person serving as a director until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Mark Kalakay
1125 East Iona Road
Idaho Falls, Idaho 83401

Debbie Kalakay
1125 East Iona Road
Idaho Falls, Idaho 83401

ARTICLE VIII

The name and address of the incorporators are:

Mark Kalakay
1125 East Iona Road
Idaho Falls, Idaho 83401

Debbie Kalakay
1125 East Iona Road
Idaho Falls, Idaho 83401

ARTICLE IX

All shareholders are entitled to accumulate their votes for directors. They are entitled to multiply the number of votes they are entitled to cast by the number of directors for whom they are entitled to vote and cast the product for a single candidate or distribute the product among two (2) or more candidates.

ARTICLE X

a. Except as provided in sections b. and d. of this Article and in Article IX providing for cumulative voting for votes cast for directors, each outstanding share,

regardless of class, is entitled to one (1) vote on each matter voted on at a shareholders' meeting. Only shares are entitled to vote.

b. This Corporation is not entitled to vote treasury shares. The shares of this corporation are not entitled to vote if they are owned, directly or indirectly, by a second corporation, domestic or foreign, and this corporation owns, directly or indirectly, a majority of the shares entitled to vote for directors of the second corporation.

c. Section b. of this Article does not limit the power of this corporation to vote any share, including its own shares, held by it in a fiduciary capacity.

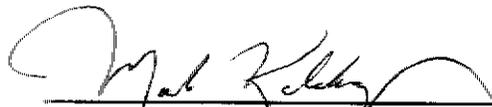
ARTICLE XI

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnifications rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

ARTICLE XII

No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of financial benefit received by a director to which the director is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of § 30-833, Idaho Code; or (iv) an intentional violation of criminal law.

Dated this 26 day of September, 1997.



Mark Kalakay, Incorporator



Debbie Kalakay, Incorporator

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