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98 MAR -2 AM 9:20  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION OF  
BENNETT INDUSTRIES, INC.

The undersigned, acting as incorporators of the Corporation  
under the Idaho Business Corporation Act, adopts the following  
Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Bennett Industries,  
Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is  
organized are: the transaction of any or all lawful business for  
which corporations may be incorporated under the Idaho Business  
Corporation Act.

FOURTH: This corporation is authorized to issue two classes  
of shares of stock to be designated "Voting Common Shares" and  
"Nonvoting Common Shares". The total number of shares that this  
corporation is authorized to issue is 100,000 shares. The par  
value of each share is \$100.00. 1,000 shares shall be Voting  
Common Shares. 99,000 shares shall be Nonvoting Common Shares.  
Nonvoting Common Shares shall have all of the rights of Voting  
Common Shares, except for the right to vote.

FIFTH: Provisions for the regulation of the internal affairs  
of the corporation shall be governed by By-Laws adopted by the  
corporation.

SIXTH: The address of the initial registered office of the  
corporation is Highway 95 North, Grangeville, Idaho, and the name  
of its initial registered agent at such address is John Bennett.

**SEVENTH:** The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

John Bennett, Route 1 Box 2L, Grangeville, ID 83530  
Richard Guy Bennett, Route 1 Box 2L, Grangeville, ID 83530  
M. Scott Atkison, Route 1 Box 2L, Grangeville, ID 83530

**EIGHTH:** The name and address of each incorporator is:

John Bennett, Route 1 Box 2L, Grangeville, ID 83530  
Richard Guy Bennett, Route 1 Box 2L, Grangeville, ID 83530  
M. Scott Atkison, Route 1 Box 2L, Grangeville, ID 83530

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho as aforementioned, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation this 30th day of December, 1997.

**BENNETT INDUSTRIES, INC.**

  
JOHN BENNETT

  
RICHARD GUY BENNETT

Scott Atkison  
M. SCOTT ATKISON