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Department of State.

**CERTIFICATE OF INCORPORATION
OF**

POWER INTERNATIONAL, INC.

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: September 12, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION

OF

RECEIVED
SEC. OF STATE

POWER INTERNATIONAL, INC.,
an Idaho corporation

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ARTICLE I
NAME

The name of this corporation is POWER INTERNATIONAL, INC., an Idaho corporation.

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSES

The purpose for which this corporation is organized is the transaction of any or all lawful business for which a corporation may be incorporated under the Idaho Business Corporation Act.

ARTICLE IV
CAPITALIZATION

This corporation is authorized to issue only one class of shares, which shall be designated "common" shares. The total authorized number of such shares, which may be issued is 100,000. All of such shares shall have a ONE DOLLAR (\$1.00) par value.

ARTICLE V
PRINCIPAL OFFICE AND AGENT

The location in the State of Idaho where the principal office for the transaction of the business of this corporation is to be located shall be the City of Hailey. The name and address in this state of the corporation's initial registered agent is Rand L. Peebles, 319 Walnut Avenue, Post Office Box 297, Ketchum, Idaho 83340.

ARTICLE VI
DIRECTORS

The directors and their addresses are as follows:

Jan Myslivec

Paul Kaiser

Larry Henriksen

7234 Adobe Casa Court
Citrus Heights, CA 95621

P. O. Box 1066
Hailey, ID 83333

P. O. Box 2347
Hailey, Idaho 83333

P. O. Box 1066
Hailey, Idaho 83333

The number of directors may be increased or decreased from time to time by amendment to the Bylaws.

The directors of the corporation are released from personal liability to the corporation or its shareholders to the extent provided in Idaho Code Section 30-1-54(2).

IN WITNESS WHEREOF, for the purpose for forming this corporation under the laws of the State of Idaho, the undersigned incorporator of this corporation has executed these Articles of Incorporation this 11 day of September, 1991.

Rand L. Peebles
Incorporator

STATE OF IDAHO,
County of Blaine.

On this 11th day of September, 1991, before me, the undersigned, a Notary Public in and for said county and state, personally appeared RAND L. PEEBLES, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

WITNESS my hand and official seal.

Notary Public for Idaho
Residing at *Hailey, Idaho*

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CONSENT AND AUTHORIZATION

I, D. H. Hepburn, President of Power Pump International, Inc., an Idaho corporation, do hereby authorized and consent to the use of the corporate name of Power International, Inc.

DATED this 29th day of August, 1991.

POWER PUMP INTERNATIONAL INC.

By *D H Hepburn*
Its PRESIDENT