



**CERTIFICATE OF INCORPORATION
OF**

POWERTUNE, 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: January 17, 1990




Pete T. Cenarrusa

SECRETARY OF STATE

by:


E. J. P. Babbas

ARTICLES OF INCORPORATION
OF
POWERTUNE, INC.

JUN 17 3 PM '90
SECRETARY OF STATE

THE UNDERSIGNED, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

FIRST

The name of the corporation is POWERTUNE, INC.

SECOND

The period of its duration is perpetual.

THIRD

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

FOURTH

The aggregate number of shares which the corporation shall have the authority to issue is 500 with a par value of \$10.00 per share.

FIFTH

Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into such shares or carrying a right to subscribe to or acquire shares, except as provided in the Idaho Business Corporation Act.

SIXTH

Additional provisions for the regulation of the internal affairs of the corporation are: None.

SEVENTH

The location of the initial registered office of the corporation is 1104 3rd St. No., Nampa, ID 83687, and the name of its initial registered agent is Garland A. Risner.

EIGHTH

The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the persons who are to serve until the first annual meeting of the shareholders and until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Herbert A. Risner	1007 Holly Nampa, ID 83686
Garland A. Risner	9160 W. Chinden Meridian, ID 83642

NINTH

The names and addresses of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Herbert A. Risner	1007 Holly Nampa, ID 83686
Garland A. Risner	9160 W. Chinden Meridian, ID 83642

TENTH

The Board of Directors is expressly authorized to alter, amend or repeal the By-Laws of the corporation and to adopt new By-Laws, subject to repeal or change by a majority vote of the shareholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 26 day of December, 1989.


Herbert A. Risner


Garland A. Risner