

State of Idaho

Department of State.

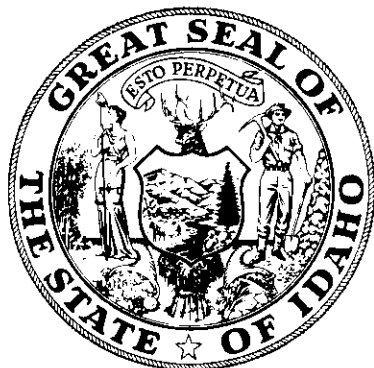
CERTIFICATE OF AUTHORITY OF

PACIFIC ROLLER POWER CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PACIFIC ROLLER POWER CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to PACIFIC ROLLER POWER CORPORATION to transact business in this State under the name PACIFIC ROLLER POWER CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated December 7, 19 81



Pete T. Cenarrusa
SECRETARY OF STATE

Penny Ipsa
Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose, I hereby make the following statement:

1. The name of the corporation is Pacific Roller Power Corporation

2. *The name which it shall use in Idaho is Pacific Roller Power Corporation

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is November 4, 1981 and the period of its duration is _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is 607 29th St. Lewiston Idaho. 83501

6. The street address of its proposed registered office in Idaho is 607 29th St. Lewiston Idaho 83501, and the name of its proposed registered agent in Idaho at that address is Dixie Lee Couch

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Construction Of Wind Apparatus, Trucking Grain, Christmas Trees, Trip Leasing, Housing.

8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Doran T. Crawford</u>	<u>President</u>	<u>316 W. Shiloh Court Lewiston Id.</u>
<u>Dixie Lee Couch</u>	<u>Secretary</u>	<u>607 29th St. Lewiston Id.</u>
<u>Anthony J. Couch</u>	<u>Director</u>	<u>316 W. Shiloh Ct. Lewiston, Id.</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>#2,000.-----</u>	<u> </u>	<u>No Par Value</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
#2,000.-----		Without Par Value

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho. *We do.*

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 24., 1981.

Doran T. Crawford

By _____

Its _____ President

and *Dixie Lee Couch*

Its _____ Secretary

STATE OF Idaho)
)ss:
COUNTY OF Nez Perce)

I, Evelyn E. Calvert, a notary public, do hereby certify that on this 24th day of November, 19 81, personally appeared before me Doran T. Crawford and Dixie Lee Couch, who being by me first duly sworn, declared that ~~he~~ they are President and Secretary of Pacific Roller Power Corporation

that ~~he~~ they signed the foregoing document as President and Secretary of the corporation and that the statements therein contained are true.

Evelyn E. Calvert
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

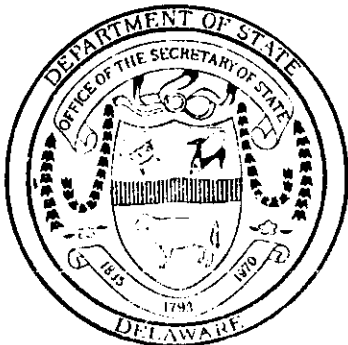


State of DELAWARE



Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,
do hereby certify that the attached is a true and correct copy of
Certificate of _____ Incorporation
filed in this office on _____ November 4, 1981.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

BY: _____

D. Munnery

DATE: _____

CERTIFICATE OF INCORPORATION
OF
PACIFIC ROLLER POWER CORPORATION

FIRST. The name of this corporation shall be:

PACIFIC ROLLER POWER CORPORATION

SECOND. Its registered office in the State of Delaware is to be located at 4305 Lancaster Pike, in the City of Wilmington, County of New Castle, and its registered agent is:

CORPORATION SERVICE COMPANY
4305 Lancaster Pike
Wilmington, Delaware

THIRD. The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any or all of the things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the world, viz:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of stock which this corporation is authorized to issue is:

Two Thousand (2,000) shares without par value.

FIFTH. The name and mailing address of each of the incorporator or incorporators is as follows:

NAME	MAILING ADDRESS
A. STIMER	4305 Lancaster Pike Wilmington, Delaware
J. CASPER	4305 Lancaster Pike Wilmington, Delaware
C. DOLOR	4305 Lancaster Pike Wilmington, Delaware

SIXTH. In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the board of directors is expressly authorized:

To make, alter, amend and repeal the by-laws;

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to alter or abolish any such reserve; to authorize

and cause to be executed mortgages and liens upon the property and franchises of this corporation;

To designate, by resolution passed by a majority of the whole board, one or more committees, each to consist of one or more directors which committees, to the extent provided in such resolution or in the by-laws of the corporation, shall have and may exercise any or all of the powers of the board of directors in the management of the business and affairs of this corporation and have power to authorize the seal of this corporation to be affixed to all papers which may require it;

From time to time to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of this corporation, or any of them other than the stock ledger shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account or book or document of the corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.

To sell, lease or exchange all of its property and assets, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock in, and/or other securities of, any other corporation or corporations, when and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding.

This corporation may in its by-laws confer powers additional to the foregoing upon the directors, in addition to the powers and authorities expressly conferred upon them by law.

SEVENTH. If the by-laws so provide, the stockholders and directors shall have power to hold their meetings, to have an office or offices and to keep the books of this corporation (subject to the provisions of the statute) outside of the State of Delaware at such places as may from time to time be designated by the by-laws or by resolution of the directors.

EIGHTH. This corporation reserves the right to amend, alter, change or repeal any provisions contained in this certificate of incorporation in the manner now or hereafter prescribed by law and all rights conferred on officers, directors and stockholders herein are granted subject to this resolution.

WE, THE UNDERSIGNED, being all of the incorporators, for the purpose of forming a corporation, in pursuance of an Act of the Legislature of the State of Delaware entitled "An Act Providing a General Corporation Law" (approved March 10, 1899) and the acts amendatory thereof and supplemental thereto, do make and file this certificate of incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly hereunto have set our respective hands and seals this third day of November, A.D. 1981.

[Signature] (SEAL)

[Signature] (SEAL)

[Signature] (SEAL)