



CERTIFICATE OF INCORPORATION
OF

TRI STAR DRILLING CO.

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: June 17, 1987



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: A handwritten signature in cursive script, reading "Sandra Matthews".

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ARTICLES OF INCORPORATION
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TRI STAR DRILLING CO.

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KNOW ALL MEN BY THESE PRESENTS that Jacob B. Dodge, being over the age of eighteen (18) years, and for the purposes of forming a corporation under the Idaho Business Corporation Act, hereby certifies and adopts in duplicate the following Articles of Incorporation.

ARTICLE I.

The name of the Corporation shall be "TRI STAR DRILLING CO.", and its existence shall be perpetual.

ARTICLE II.

The purpose and objects of this Corporation are as follows:

1. To engage in generally and carry on any lawful business or trade which may in the judgment of the Board of Directors at any time be necessary, useful or advantageous to this corporation.

2. In furtherance of and not in limitation of the general powers conferred by the laws of the State of Idaho, it is expressly provided that this Corporation shall also have the following powers:

(a) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the stock of this Corporation, provided that money or property of the Corporation shall not be used for purchase of shares of its own stock when such use would cause any impairment of the capital of the Corporation. The Corporation shall not be entitled to

vote, either directly or indirectly, on any share of its own stock which it may hold.

(b) To acquire by purchase or otherwise and to own, hold, cancel, reissue, sell, pledge and otherwise deal in the bonds, debentures, notes, and other securities and obligations of this Corporation.

(c) To borrow money and give security therefor.

(d) To enter into, make, perform and carry out contracts of every kind for any lawful purpose pertaining to its business, with any individual, and any firm, association, corporation, or with any government, municipality, or public authority, domestic or foreign.

(e) To do everything necessary, proper, convenient or incidental to the accomplishment of the purposes and objects of this Corporation, or which is calculated directly or indirectly to promote the welfare or interests of the Corporation or enhance the value or render profitable any of its properties or rights.

(f) To do any and all things in this Article set forth to the same extent a natural person might or could do and in any part of the world as principals, agents, contractors, trustees, or otherwise, either alone or in the company with others.

PROVIDED, however, that nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business, to exercise any power or to do any act which a corporation formed under the Idaho Business Corporation Act, or any amendment thereto, or substitute therefor, may not at the same time lawfully carry on or do.

ARTICLE III.

Shareholders of this Corporation shall not have preemptive rights to acquire additional shares offered for sale by the Corporation.

ARTICLE IV.

1. The location and post office address of the registered office of the Corporation in this state shall be: 1307 Best Avenue, P.O. Box 1318, Coeur d'Alene, Idaho 83814.

2. The registered agent of the Corporation shall be Jacob B. Dodge, whose address is 1307 Best Avenue, P.O. Box 1318, Coeur d'Alene, Idaho 83814.

ARTICLE V.

1. The total number of shares authorized and which may be issued by this Corporation is twenty-five thousand (25,000) shares each with a par value of One Dollar (\$1.00) and all of one class to be know as common stock.

2. Each share of said stock shall be entitled to one (1) vote.

3. The holders of stock of this Corporation shall not be held individually responsible as such for any debts, contracts, liabilities, or engagements of the Corporation, and shall not be liable for assessments to restore impairments in the capital of the Corporation; nor shall stock of this Corporation be liable to assessment for any purpose.

ARTICLE VI.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation and in any manner now or hereafter prescribed or permitted by statute. All rights of stockholders of the Corporation are granted subject to this reservation.

ARTICLE VII.

1. The number of Directors of the Corporation shall be fixed as provided in the Bylaws and may be changed from time to time by amending the Bylaws as therein provided, but the number of Directors shall not be less than three (3) nor more than nine (9), unless all of the shares of stock of the Corporation are owned beneficially and of record by one (1) or two (2) stockholders, in which case the number of Directors may be less than three (3) but not less than the number of the stockholders.

2. In furtherance of and not in limitation of the powers conferred by the laws of the State of Idaho, the Board of Directors is expressly authorized to make, alter, and repeal the Bylaws of the Corporation, subject to the power of the stockholders of the Corporation to change or repeal such Bylaws.

3. The Corporation may enter into contracts and otherwise transact business as vendor, purchaser or otherwise with its directors, officers and stockholders and with corporations, associations, firms and entities in which they are or may become interested as directors, officers, shareholders, members, or otherwise, as freely as if such adverse interests did not exist, even though vote, action or presence of such directors, officers or stockholders may be necessary to obligate the Corporation upon such contracts or transactions; and in the absence of fraud, no such contracts or transactions shall be avoided and no such director, officer or stockholder shall be held liable to account to the Corporation, by reason of such adverse interests or by

reason of any fiduciary relationship to the Corporation arising out of such office or stock ownership, or for any profit or benefit realized by him through any such contract or transaction; provided that in the case of directors and officers of the Corporation (but not in the case of stockholders who are not directors or officers) the nature of the interest of such director or officer, though not necessarily the details or extent thereof, be disclosed or known to the Board of Directors of the Corporation, at the meeting thereof at which such contract or transaction is authorized or confirmed. A general notice that a director or officer of the Corporation is interested in any corporation, association, firm or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transaction of that corporation, association, firm or entity.

4. Any contract, transaction, or act of the Corporation or of the directors or any officers of the Corporation which shall be ratified by a majority of a quorum of the stockholders of the Corporation at any annual meeting or any special meeting called for such purpose, shall, insofar as permitted by law, be as valid and as binding as though ratified by every stockholder of the Corporation.

5. The Board of Directors of the Corporation is hereby specifically authorized to adopt Bylaws restraining the alienation of the shares of the Corporation and further providing for the purchase or redemption by the Corporation of its shares.

6. The first Directors of this Corporation shall be two (2) in number and their addresses are as follows:

<u>Name</u>	<u>Address</u>
Jacob B. Dodge	P.O. Box 1254 Coeur d'Alene, ID 83814
Barbara J. Dodge	P.O. Box 1254 Coeur d'Alene, ID 83814

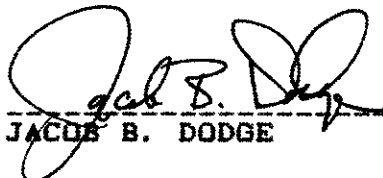
7. The term of the first Directors shall be until the first annual meeting of the stockholders of the Corporation to be held on the 30th day of June, 1987, and until their replacements are elected and qualified.

ARTICLE VIII.

The names and post office addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Jacob B. Dodge	P.O. Box 1254 Coeur d'Alene, ID 83814

IN WITNESS WHEREOF, the incorporator hereinabove names has hereunto set his hand in duplicate this 18th day of May, 1987.



JACOB B. DODGE