



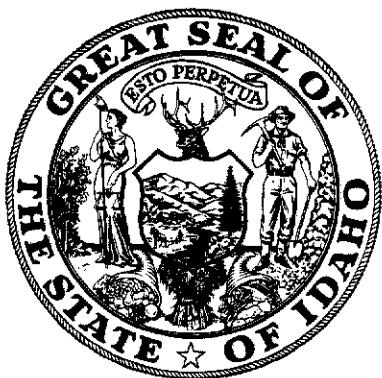
CERTIFICATE OF INCORPORATION
OF

ENERPEL, 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: May 20, 1987



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

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

1977 03 17 0 15

ENERPEL, INC.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being all adult citizens of the United States, hereby associate ourselves together for the purpose of forming a corporation pursuant to Chapter 1 of Title 30, Idaho Code, and all acts supplemental thereto and amendatory thereof, and we do hereby adopt and certify the following Articles of Incorporation, to wit:

ARTICLE I: The name of this corporation shall be ENERPEL, INC.

ARTICLE II: The term of existence of this corporation shall be perpetual.

ARTICLE III: The corporation's purposes are:

1. Unlimited power to engage in, do any lawful act and carry on and conduct the business of developing, expanding, manufacturing and marketing energy systems; and any other necessity required or convenient to engage in the business of this corporation.

2. To acquire by purchase or otherwise any and all real estate necessary or convenient for the operation of

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the business of this corporation, with buildings and structures thereon sufficient for the developing, manufacturing and marketing of energy systems, and to maintain and operate the same.

3. To forward parcels, packages, merchandise and goods of all descriptions between cities, towns, and other places in various parts of the world, to engage and pursue a general agency and banking exchange business, and to buy, sell, and hold all such real and personal property as may be necessary for conducting said business.

4. To enter into contracts or arrangements with any government or authority, national, state, municipal, or otherwise, conducive to any of the purposes of this corporation and to obtain from such government or authority any and all rights, easements, privileges, subsidies, gifts, franchises, charters, grants, patents, or concessions relating to or for the promotion or protection of such purposes; to carry out, exercise, comply with, and enforce the same; to sell, lease, or otherwise dispose of the same or any interest therein to others, where such sale, lease, or disposal shall be lawful under the laws of the government power granting the same.

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5. The company may use and apply its surplus earnings or accumulated profits authorized by law to be reserved to the purchase or acquisition of property and to purchase or acquisition of its own capital stock from time to time, and to such extent and in such manner, and upon such terms as its board of directors shall determine; and neither such property nor the capital stock so purchased and acquired, nor any of its capital stock taken in payment or satisfaction of any debt due to the company shall be regarded as profits for the purpose of declaration or payment of dividends, unless otherwise determined by a majority of the board of directors, or by a majority of the stockholders.

6. To use the surplus profits of said corporation for the purchase of any portion of the preferred shares of its capital stock, but only for the purpose of cancelling and retiring the same. Such proposed reduction of the capital stock to be effected in accordance with the requirements of Idaho law.

7. The purposes for which this corporation are formed are to do any and all things herein set forth to the same extent as natural persons might or could do, an in any part of the world as principal, agent, or otherwise, and

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in furtherance of, and not in limitation of the general powers conferred by the laws of the State of Idaho.

8. In furtherance and not in limitation of the general powers conferred by the laws of the State of Idaho, and of the purposes hereinabove stated, the corporation shall have the power to exercise all the powers now or hereafter conferred by the law of the State of Idaho upon corporations organized under the laws under which this corporation is organized, and any and all acts amendatory thereof and supplemental thereto.

9. To act as a partner or joint venturer in any transaction and to acquire and use assumed business names and conduct any business thereunder which the corporation may lawfully conduct.

10. To acquire by purchase or otherwise the stock of this corporation.

11. To make, perform, and carry out contracts of every kind and description pertaining to the purposes of this corporation, and for any lawful purpose necessary and expedient thereto, as determined by the board of directors of this corporation, with any firm, person, association, or corporation. To borrow or raise money without limit as to

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amount by negotiable or transferable instruments or otherwise.

The foregoing clauses are to be construed both as objects and powers and it is hereby expressly provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation; it is the intention that the purposes, objects, and powers as specified in each of the paragraphs of this paragraph, except as otherwise expressly provided, in nowise be limited to or restricted by reference to or inference from the terms of any other clause or paragraph of these Articles of Incorporation.

ARTICLE IV: The place where the principal office of this corporation shall be maintained and its principal place of business is 119 New 6th Street, Lewiston, Idaho; and the mailing address of the principal office of the corporation is P. O. Box 2013; the name of the registered agent at the registered office of the corporation is Norman C. Galey. The corporation may maintain offices and transact business in any other state, the United States, or in any other foreign country, but the registered office of this corporation in the State of Idaho is and shall be 119 New 6th Street, Lewiston, Idaho.

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ARTICLE V: The total authorized capital stock of this corporation is the sum of Fifty Thousand Dollars (\$50,000) divided into 500 shares of the par value of One Hundred Dollars (\$100) per share. It may be issued by the corporation from time to time for such considerations as labor, services, money or property, real or personal, as may be fixed from time to time by the board of directors.

ARTICLE VI: The names, post office addresses of the incorporators, each being of full legal age, and the number of shares of stock subscribed by each are as follows:

William E. Seehafer	10 Shares
3013 Meadowlark Drive	
Lewiston, Idaho 83501	

H. Richard Coles	10 Shares
640 - 10th Street	
Clarkston, Washington 99403	

Weld D. Huffaker	10 Shares
1144 Ripon	
Lewiston, Idaho 83501	

H. Duane Johnson	10 Shares
841 Beachview Blvd.	
Clarkston, WA 99403	

Norman C. Galey	10 Shares
2822 Seaport Drive	
Lewiston, Idaho 83501	

ARTICLE VII: The incorporators, William E. Seehafer, H. Richard Coles, Weld D. Huffaker, H. Duane Johnson and Norman C. Galey, shall serve as the first Board

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of Directors and shall manage and control the affairs of the corporation until the first annual meeting of shareholders for adoption of bylaws and the completion of the organization.

ARTICLE VIII: The corporation shall have five (5) directors, except in the event that all the shares of the corporation are owned beneficially and of record by fewer than five (5) shareholders, in which event the number of directors may be less than five (5), but not fewer than the number of shareholders.

ARTICLE IX: The officers of this corporation shall consist of a president, up to three (3) vice presidents, and a secretary/treasurer, and such other officers as the board of directors of the corporation shall deem necessary, all of whom shall be elected by the board of directors and hold office during the pleasure of the board. Each of the officers shall have such powers as may be conferred upon him by the bylaws of the corporation.

ARTICLE X: The Articles of Incorporation may be amended by the affirmative vote of eighty percent (80%) of the votes to which the shareholders shall be entitled.

ARTICLES XI: The corporation reserves the right to amend, alter, change or repeal any of the provisions

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contained in this Articles of Incorporation in any manner now or hereinafter prescribed by statute.

ARTICLES XII: All or any meetings of the shareholders, or of the Board of Directors, may be held within or without the State of Idaho.

ARTICLES XIII: The Board of Directors of this corporation shall be responsible for the conduct of business of the corporation except that no expenditure, grant, loan or investment over Fifty Thousand Dollars (\$50,000) shall be made by the corporation without the concurrence of at least eighty percent (80%) of the entire Board of Directors.

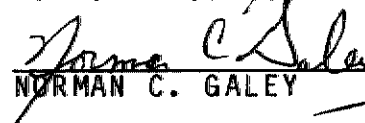
IN WITNESS WHEREOF, we have hereunto set our hands and seals this 29th day of April 1987.


WILLIAM E. SEEHAFFER


H. RICHARD COLES


WELD D. HUFFAKER


H. DUANE JOHNSON


NORMAN C. GALEY

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STATE OF IDAHO,)
 : SS.
COUNTY OF NEZ PERCE.)

On this 29th day of April 1987, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared WILLIAM E. SEEHAFFER, H. RICHARD COLES, WELD D. HUFFAKER, H. DUANE JOHNSON, and NORMAN C. GALEY, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Loren C. Jensen
NOTARY PUBLIC for Idaho,
Residing at Lewiston, therein.
My commission expires: 12-88

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