



CERTIFICATE OF AMENDMENT
OF

ADATHK, INC.

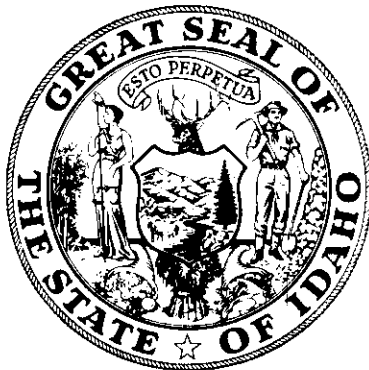
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

ADATEK, INC.

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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated _____ **October 24** , 19 **88** .



SECRETARY OF STATE

Corporation Clerk

RESTATED ARTICLES OF INCORPORATION
OF
ADATEK, INC.

THE UNDERSIGNED, President and Secretary respectively of ADATEK, INC., acting by authority of the Board of Directors of such corporation, and in accordance with Section 30-1-64 of the Idaho Code, do hereby submit in duplicate to the Secretary of State of the State of Idaho Restated Articles of Incorporation for such corporation.

1. The name of the corporation is ADATEK, INC.
2. The corporation's Articles of Incorporation, as heretofore amended and as completely restated, are as follows:

I.

The name of the corporation is ADATEK, INC.

II.

The period of its duration is perpetual.

III.

Its purpose is to design, manufacture and market electronic components and to conduct all other business not prohibited by law.

IV.

1. The aggregate number of shares which the corporation shall have authority to issue is Eight Million Five Hundred Thousand (8,500,000) shares, divided into Five Hundred Thousand (500,000) shares of Preferred Stock, having a par value of One Hundred Dollars (\$100.00) per share and Eight Million (8,000,000) shares of Common Stock, having a par value of One Cent (\$0.01) per share.
2. The preferred stock shall have preference in the assets of the corporation over any other class or classes of shares upon the voluntary or involuntary liquidation of the corporation.
3. Authority is hereby expressly granted to and vested in the Board of Directors of the corporation to provide at one time, or from

time to time, for the issuance of Preferred Stock in one or more Series, and in connection therewith, to fix by resolution(s) providing for the issuance of such Series (1) the designation of the Series; (2) the number of shares of the Series, which number may at any time be increased or decreased by the Board of Directors notwithstanding that shares of the Series may be outstanding at the time of such increase or decrease, unless the Board shall have otherwise provided in creating such Series; (3) the dividend rights, if any, of such Series, including dividend preferences, if any, whether dividends on such Series shall be cumulative, and any limitations, restrictions or conditions on the payment of such dividends; (4) whether the Series shall be redeemable, and if redeemable, the times during which, the prices at which and any other terms and conditions on which the shares of such Series may be redeemed; (5) the rights of such Series, and the preferences, if any, as between such Series and any other class or Series of stock in the event of liquidation, dissolution or winding up of the corporation; (6) the voting powers, if any of such Series; and (7) whether and under what conditions the shares of such Series shall be convertible into or exchangeable for shares of any other Series or class of stock or any other securities.

4. All shares of common stock shall be one and the same class and, having been paid for, nonassessable. Except as otherwise provided in the Articles of Incorporation, each outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of Shareholders, and except as otherwise provided by law and except for voting rights which may be specifically granted to other classes in the manner specified in paragraph 2, above, the holders of the common stock shall be entitled to all the voting rights of the Shareholders of the corporation. Each share of common stock shall have equal rights to participate in dividends and assets of the corporation. In the event of any dissolution, liquidation or winding up of the affairs of the corporation, after payment or provision for payment of the debts and other liabilities of the corporation and

after satisfaction of any preferences expressly granted to Preferred Stock in accordance with paragraph 2, above, the holders of common stock shall be entitled to the net assets of the corporation on a pro rata basis. Neither the consolidation nor merger of the corporation into or with any other corporation or corporations, nor the sale nor transfer by the corporation of all or any part of its property, nor any reduction of the authorized or issued shares of stock of the corporation of any class shall be deemed to be a liquidation, dissolution or winding up of the affairs of the corporation.

5. No shares of the corporation shall have voting rights greater than the voting rights of the common stock, provided that the Preferred Stock (or any Series thereof) may have the right to elect members of the Board of Directors, to the extent provided in the Board Resolution or Resolutions authorizing such shares. Except to the extent that the Board Resolution or Resolutions authorizing the creation of the Series of Preferred Stock shall provide for election of one or more Directors by holders of Preferred Stock of that Series voting as a class, there shall be no class voting except when expressly required by law. Except to the extent provided in the Board Resolution or Resolutions authorizing the creation of a Series of Preferred Stock, different Series of the Preferred Stock shall not be construed to constitute different classes of stock for the purposes of voting by classes.

V.

The address of its registered office is 700 Airport Way, Sandpoint, Idaho 83864. The name of its initial registered agent at such address is Raymond L. Pelland.

VI.

The corporation shall be managed by a Board of Directors consisting of not less than one (1) nor more than nine (9) Directors. The number of Directors shall be determined from time to time by the then-elected members of the Board of Directors, and if the Board size

is thus increased, the then-elected members of the Board of Directors shall have the right to fill vacancies, subject to subsequent shareholder election. The following named persons shall serve as Directors until the next annual meeting of the Shareholders or until their successors are elected and qualified:

Raymond L. Pelland
Kenneth R. Brookings
Ward Tifft
Michael J. Ruskey
Reid Jones
Kenneth S. Jackson
Douglas J. Siddoway

VII.

The name and address of each incorporator is:

Raymond L. Pelland
700 Airport Way
Sandpoint, Idaho 83864

VIII.

Preemptive rights to purchase shares by present shareholders shall not exist.

IX.

Cumulative voting rights, except as allowed under I.C. §30-1-33, shall not be allowed.

X.

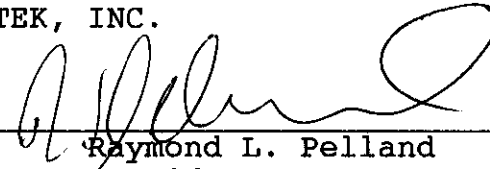
In accordance with and as permitted by § 30-1-54 of the Idaho Code, the corporation hereby eliminates all personal liability of a Director to the corporation or its Shareholders for monetary damages for conduct as a Director; provided that this provision shall not eliminate or limit the liability of a Director (a) for any breach of the Director's duty of loyalty to the corporation or its Stockholders; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) for conduct described in § 30-1-48 of the Idaho Code, or (d) for any transaction from which the Director will personally receive a benefit in money, property, or services to which the Director is not otherwise legally entitled. The elimination or limitation of liability herein set forth shall be in addition to any limitation

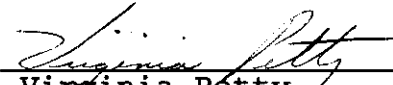
or indemnity to which a Director is or may be entitled under the corporation's Bylaws, by contract, or otherwise. Nothing in this Article X shall cause to be characterized as improper a transaction between the corporation and a Director, so long as such Director makes a prior disclosure of his or her interest to the Board of Directors. This Article X shall not apply to acts which predate its adoption by the corporation's Shareholders, nor shall any amendment, alteration, modification or repeal of this Article X apply to or have any affect on the liability or alleged liability of any Director for or with respect to any acts or omissions occurring prior to such amendment, alteration, modification or repeal.

3. The foregoing Restatement sets forth correctly and without change the corresponding provisions of the Articles of Incorporation, as heretofore amended. These Restated Articles supersede the original Articles and all Amendments thereto.

DATED this 13 day of September, 1988.

ADATEK, INC.

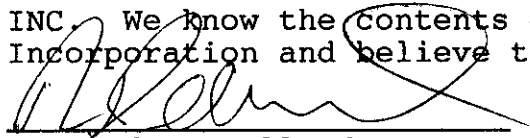
By 
Raymond L. Pelland
President

Attest 
Virginia Petty
Secretary

STATE OF IDAHO)
 : ss
County of Bonner)

RAYMOND L. PELLAND and VIRGINIA PETTY, being first duly sworn, upon oath, depose and say:

We are the President and Secretary, respectively, of ADATEK, INC. We know the contents of such Restated Articles of Incorporation and believe the same to be true.


Raymond L. Pelland


Virginia Petty

SUBSCRIBED and SWORN to before me this 13th day of

RESTATED ARTICLES - 5

SEPTEMBER, 1988, by RAYMOND L. PELLAND and VIRGINIA PETTY.

Sharon McCahon
Notary Public in and for the
State of Idaho residing
at Sandpoint
My Commission expires: 1992

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