

FILED/EFFECTIVE

ARTICLES OF INCORPORATION

OF

OCEAN MARINE, INC.

OCT 2 3 38 PM '01

SECRET
STATE

1. Name. The name of the corporation is OCEAN MARINE, INC.
2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be 100,000, all of which shall be common voting stock.
3. Registered office and agent. The registered office of the corporation is 702 W. Idaho, Suite 700, Boise, Idaho, 83701, and its registered agent at that address is Phillip S. Oberrecht.
4. No Par Value. The shares issued by the corporation shall have no par value.
5. Initial directors. The names and addresses of the initial directors are:

Ivan F. Rice
1717 Chisholm Dr.
P. O. Box 337
Nampa, ID 83653

Kenneth R. Smith
2648 15th Ave. West
PMB 1047
Seattle, WA 98119
6. Board of Directors. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors, subject to any limitation set forth in a shareholder agreement authorized under section 30-1-732, Idaho Code. The number of directors constituting the initial board of directors shall be two (2), and the names and addresses of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Ivan F. Rice	1717 Chisholm Dr. P.O. Box 337 Nampa, ID 83653
Kenneth R. Smith	2648 15 th Ave. West PMB 1047 Seattle, WA 98119

IDAHO SECRETARY OF STATE
10/03/2001 05:00
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7. Incorporator. The name of the incorporator is Phillip S. Oberrecht and the incorporator's address is 702 W. Idaho, Suite 700, Boise, Idaho, 83701.

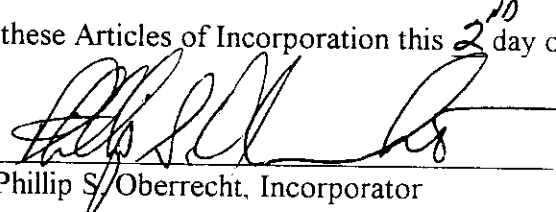
8. Corporate purpose. The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

9. Indemnification. The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

10. Limitation of Liability. No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

11. Voting. Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote of shareholders. Shareholders do not have the right to cumulate their votes for directors.

In witness whereof, I have subscribed these Articles of Incorporation this 2nd day of October, 2001.


Phillip S. Oberrecht, Incorporator