

State of Idaho

Department of State

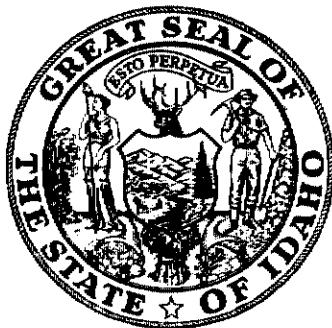
CERTIFICATE OF INCORPORATION OF

MOTION MOTORS, INC.
File number C 111213

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 30, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Atta Settel*

200-700
Jun 30 10 19 AM '95
SECRET STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
MOTION MOTORS, INC.

The undersigned, who are natural persons of full age and citizens and residents of the State of Idaho and the United States of America, for the purpose of forming a corporation under the laws of the State of Idaho, hereby certify and declare:

ARTICLE I

The name of this corporation shall be Motion Motors, Inc.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The purposes for which it is formed is to provide for any and all legal purposes and activities for which corporations can be organized.

ARTICLE IV

The total authorized number of shares of this corporation shall be ten thousand (10,000) shares with no par value, all having the same relative rights, preferences and restrictions on the sale and transfer of the same as set out in the By-Laws of the Corporation.

ARTICLE V

The location of the corporation and its initial registered office is: Daryl Whitehead
1146 East Main Street
Burley, ID 83318

IDaho SECRETARY OF STATE
6/30/95 9:00:00 AM
Customer # 3525
IVC960000277 16384

ARTICLES OF INCORPORATION - 1

CORPORATION PROFIT
1 @ 100.00 = 100.00

The initial registered agent at such address shall be Daryl Whitehead.

ARTICLE VI

The below names shall constitute the initial board of directors of this corporation until the first annual meeting of the stockholders.

Daryl Whitehead
512 N Delore Drive
Burley, ID 83318

Dorothy Whitehead
512 N Delore Drive
Burley, ID 83318

ARTICLE VII

The names and mailing addresses of the incorporators of this corporation are as follows:

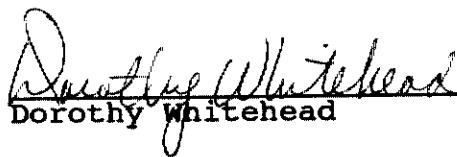
Daryl Whitehead
512 N Delore Drive
Burley, ID 83318

Dorothy Whitehead
512 N Delore Drive
Burley, ID 83318

IN WITNESS WHEREOF, We have made and subscribed these Articles of Incorporation in duplicate originals this ____ day of June, 1995.



Daryl Whitehead



Dorothy Whitehead

STATE OF IDAHO)
ss.
County of Cassia)

On this 26 day of June, 1995, before me, the undersigned, a Notary Public in and for said State, personally appeared Daryl Whitehead known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Kay Jones
Notary Public for Idaho
Residing at: Paul, ID
My Commission Expires: 11-15-99

STATE OF IDAHO)
ss.
County of Cassia)

On this 29th day of June, 1995, before me, the undersigned, a Notary Public in and for said State, personally appeared Dorothy Whitehead known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same.

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

Jan D. McMurray
Notary Public for Idaho
Residing at: Barley, Idaho
My Commission Expires: 2-22-97