



CERTIFICATE OF INCORPORATION
OF

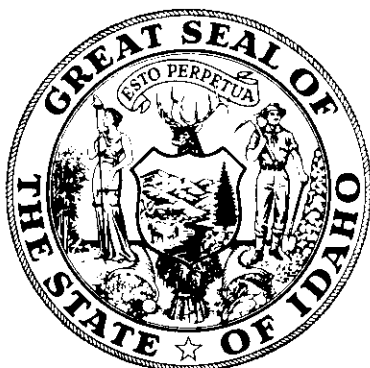
AXIS GEOPHYSICS, INC.

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 _____
AXIS GEOPHYSICS, INC.

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: **October 6, 1981**



Pete T. Cenarrusa

SECRETARY OF STATE

by *Penny Gursu*

ARTICLES OF INCORPORATION

OF THE STATE OF IDAHO

AXIS GEOPHYSICS, INC.

ARTICLE I

The name of the Corporation is AXIS GEOPHYSICS, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the Corporation is organized are:

A. To engage in the business of geophysical contracting and the manufacture of geophysical equipment and instruments.

B. To buy, sell, produce, manufacture and dispose of all kinds of goods, wares, merchandise, commodities, supplies and products, and generally to engage in any form of enterprise not contrary to law.

C. In addition to the foregoing purposes, the Corporation may also engage in any and all other lawful acts that, presently or in the future, may legally be performed by a corporation organized under the laws of the State of Idaho.

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue shall be 50,000 common shares, par value \$1.00 per share.

ARTICLE V

The shareholders shall not have preemptive rights to acquire additional securities of the Corporation; and cumulative voting by shareholders at any election of directors of the Corporation shall be permitted.

ARTICLE VI

The Corporation shall have a minimum of three and a maximum of ten directors as shall be set by the Bylaws of the Corporation. Until their successors are duly elected and qualified, the original directors shall be the following:

David J. Morris	250 South 3rd West #5 Rexburg, Idaho 83440
Blanchet W. Hansen	130 Elm Avenue Rexburg, Idaho 83440
Roger McPheeters	215 East 1st South Rexburg, Idaho 83440

ARTICLE VII

A. The Corporation shall have the right to purchase its own shares to the extent of its unreserved and unrestricted earned surplus and capital surplus if a resolution to such effect is adopted by its Board of Directors.

B. The Board of Directors of the Corporation may designate such committee or committees as it determines in accordance with law to exercise such authority as the Board of Directors shall delegate in the resolution designating such committee or committees.

ARTICLE VIII

The initial registered office of the Corporation shall be Suite 200, 30 College Avenue, P. O. Box 301, Rexburg, Idaho 83440. *RIA: David Morris*

ARTICLE IX

The incorporators of the Corporation are the following:

David J. Morris	250 South 3rd West #5 Rexburg, Idaho 83440
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Blanchet W. Hansen	130 Elm Ave. Rexburg, Idaho 83440
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Roger McPheeters	215 East 1st South Rexburg, Idaho 83440
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ARTICLE X

The Corporation shall indemnify its officers, directors, agents and other persons against liabilities incurred by them that result from their acts that are performed in furtherance of the business of the Corporation to the full extent now or hereafter permitted by the laws of the State of Idaho.

IN WITNESS WHEREOF, the above-named incorporators have executed these Articles of Incorporation this 3rd day of October, 1981.

David J. Morris
Blanchet W. Hansen
Roger A. McPheeters

STATE OF IDAHO)
) ss.
COUNTY OF MADISON)

I, a notary public, hereby certify that on the 3rd day of October, 1981, personally appeared before me David J. Morris, Blanchet W. Hansen, and Roger McPheeters, who being by me first duly sworn, severally declared that they are the persons who executed the foregoing Articles of Incorporation of AXIS GEOPHYSICS, INC. as incorporators.

Betty Fisher
Notary Public
Residing in Madison County, Idaho

My Commission Expires:

January 15, 1984