



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

***NORTH AMERICAN DIESEL, INC.***

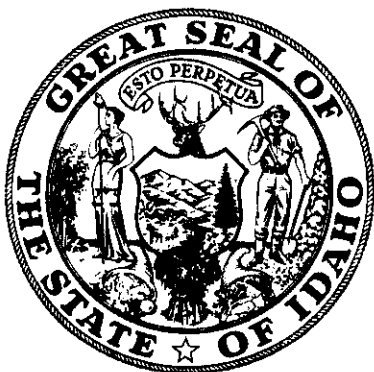
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

***NORTH AMERICAN DIESEL, 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 July 1, 19 81.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF INCORPORATION  
OF  
NORTH AMERICAN DIESEL, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is NORTH AMERICAN DIESEL, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is FIVE HUNDRED THOUSAND (500,000) SHARES, and such shares shall be of one class only, having a par value of ONE (\$1.00) DOLLAR per share.

FIFTH: Provisions denying pre-emptive rights are: NONE.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are: NONE.

SEVENTH: The address of the initial registered office of the corporation is: 529 - 22nd Street North, Lewiston, Idaho, 83501, and the name of its initial registered agent at such address is: George O'Connor.


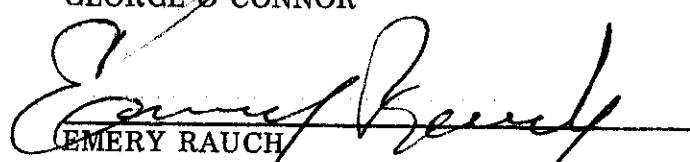
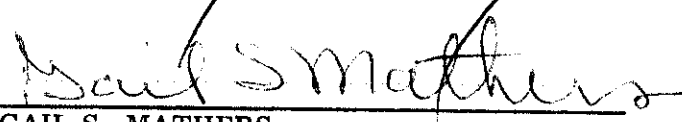
EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and shall qualify, are:

<u>NAME</u>	<u>ADDRESS</u>
George O'Connor	2413 Sunset Drive, Lewiston, Idaho, 83501
Emery Rauch	213 Hillcrest Road, Lewiston, Idaho, 83501
Gail S. Mathers	P. O. Box 311, Asotin, Washington, 99402.

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
George O'Connor	2413 Sunset Drive, Lewiston, Idaho, 83501
Emery Rauch	213 Hillcrest Road, Lewiston, Idaho, 83501
Gail S. Mathers	P. O. Box 311, Asotin, Washington, 99402.

DATED this 30<sup>th</sup> day of June, 1981.

  
 GEORGE O'CONNOR  
  
 EMERY RAUCH  
  
 GAIL S. MATHERS