# FILED EFFECTIVE

## AMENDED AND RESTATED ARTICLES OF INCORPORATION OF POWERSLIDE TOOLS, INC.

03 FEB 20 PH 4: 28

SECREIARY OF STATE

The undersigned, acting as incorporator of a corporation under Section 30-1-1002 of the FIDAHO Idaho Business Corporation Act, adopts the following Amended and Restated Articles of Incorporation for such corporation:

#### ARTICLE I

The name of the corporation is Powerslide Tools, Inc.

#### ARTICLE II

The period of its duration is perpetual.

#### ARTICLE III

The Corporation is organized for the transaction of any lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

#### ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is: (i) 1,000,000 shares of \$0.01 par value common stock; and (ii) 1,000,000 shares of \$0.01 par value preferred stock, for an aggregate authorized capital of \$20,000.00. The Corporation's stock shall not be certificated.

#### **ARTICLE V**

The Corporation's stock is subject to transfer restrictions set forth in the Stockholders Agreement, which agreement is on record with the Corporation's secretary.

#### ARTICLE VI

The address of the initial registered office of the corporation is 210 East 37<sup>th</sup> Street, Suite 2, Garden City, Idaho 83714, and the name of its initial registered agent at such address is Shane Touchette.

#### ARTICLE VII

The powers granted to the Board of Directors pursuant to Section 30-1-621 of the Idaho Code are hereby reserved to the shareholders of the Corporation and such powers are subject to the

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terms of the Stockholder's Agreement on file with the Corporation's secretary.

## ARTICLE VIII

Neither these Articles of Incorporation nor the By-Laws may be amended without a vote of the shareholders of the Corporation entitled to vote on such matters.

## ARTICLE IX

The number of directors shall be established by the Bylaws. The names and addresses of the persons constituting the initial Board of Directors of the Corporation, who shall serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify, are:

Name

#### Address

Shane Touchette

210 East 37<sup>th</sup> Street Suite 2 Garden City, Idaho 83714

9781 W. Umpqua River Court Garden City, ID 83714

Cory Anderson

.

Brian Peavey

Kirksville, Missouri 63501

Rob Mairs

3117 W. Cherry Lane Boise, Idaho 83705

4 Meadow Brook Road

### ARTICLE X

The name and address of the incorporator is:

Shane Touchette 210 East 37<sup>th</sup> Street Suite 2 Garden City, ID 83714

DATED this 20 day of FEB. 2008.

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Shane Touchette

AMENDED AND RESTATED ARTICLES OF INCORPORATION - Page 2 I\9045.002\DOCS\Amended and Restated Articles of Incorporation (Final).doc

## Incorporator

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## AMENDED AND RESTATED ARTICLES OF INCORPORATION - Page 3 1:9045.002\DOCS\Amended and Restated Articles of Incorporation (Final).doc