



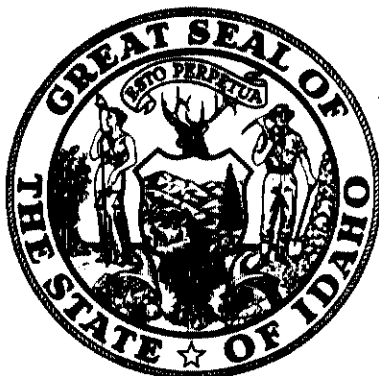
**CERTIFICATE OF INCORPORATION
OF**

GAT, 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 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: **January 16, 1990**



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Zabalak

ARTICLES OF INCORPORATION

OF

GAT, INC.

RECEIVED
SEC. OF STATE

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KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE 1.

Corporate Name

The name of this Corporation is GAT, INC.

ARTICLE 2.

Period of Duration

The period of its duration is perpetual.

ARTICLE 3.

Corporate Purposes

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

ARTICLE 4.

Capital Stock

1. The aggregate number of shares which the Corporation shall have authority to issue is 5,000 shares.

2. All such shares shall consist of one class only, designated as Common Stock, and shall have a par value of \$1.00 per share, for an aggregate par value of \$5,000.

3. There shall be no preferences, limitations or unequal relative rights. Each share of Common Stock shall have equal voting power and shall have such rights as are now or hereafter granted by the laws of the State of Idaho.

4. The shares of stock shall not be issued until payment in full has been received therefor, such stock shall be non-assessable, and the Shareholders shall have no liability for corporate obligations.

ARTICLE 5.

Pre-Emptive Rights

No holder of any shares of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

ARTICLE 6.

Cumulative Voting

There shall be no cumulative voting in any election of Directors of the Corporation.

ARTICLE 7.

Registered Office and Agent

The street address of the initial registered office of the Corporation is 216 West State Street, Boise, ID 83702. The name of its initial registered agent at such address is ROBERT D. OVERSTREET.

ARTICLE 8.

Director

The number of directors constituting the initial Board of Directors of the Corporation is one (1), the name and address of the person who is to serve as director until the first annual meeting of shareholders or until her successor is elected and shall qualify is:

ALBERTA M. GERING 60 SW 2nd Street
Ontario, OR 97914

ARTICLE 9.

Incorporator

The name and address of the incorporator is:

ALBERTA M. GERING 60 SW 2nd Street
Ontario, OR 97914

ARTICLE 10.

Elimination or Limitation of Personal Liability of Directors

No Director shall have any personal liability to the Corporation or its Stockholders for monetary damages for breach of fiduciary duty as a Director, provided that this provision shall not eliminate or limit the liability of a Director:

- (a) For a breach of the Director's duty of loyalty to the Corporation or its Stockholders.
- (b) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.
- (c) Provided for under Section 30-1-48, Idaho Code (as amended from time to time).
- (d) For any transaction from which the Director derived an improper personal benefit.

DATED this 12th day of January, 1990.


ALBERTA M. GERING