



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

DIXON AND TESDAHL, 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 _____
DIXON AND TESDAHL, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit 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 _____ March 4 _____, 19 ____ 82.



Pete T. Cenarrusa
SECRETARY OF STATE

Darlene Blevins
Corporation Clerk

ARTICLES OF INCORPORATION

1. Name of this Corporation shall be Dixon and Tesdahl, Inc.
2. The power and rights of the Corporation shall be as stated in Title 30 Chapter 3 of the Idaho Code known as the "non-profit Corporation act."
3. This corporation shall enjoy all optional rights given to non-profit corporations by said act including especially the right to borrow money, to utilize credit of its own and other person's in securing said loans to purchase for cash or credit any supplies or merchandise, to purchase for any purpose real property on credit or for cash or part thereof.
4. To sell its stock to any person as long as no dividends are agreed to be paid thereon or other revenue to the purchaser.
5. The principal place of business shall be 410 Summit Avenue, Coeur d'Alene, Idaho, which shall be the initial registered office.
6. The incorporators shall be Elizabethe Caldwell and E. A. Nelson. The address of the incorporators is 410 Summit Avenue.
7. The board of directors shall elect at the first meeting of said incorporators and shall be 2 or more in number. The initial registered agent shall be E. A. Nelson, whose address is 410 Summit Avenue in Coeur d'Alene, Idaho.
8. This corporation is a non-profit corporation and may sue in any Court. The address of the initial registered agent and the registered office is identical, 410 Summit Avenue, Coeur d'Alene, Idaho.
9. This corporation is incorporated to exist perpetually.
10. This corporation is organized for scientific experiments of all kinds and especially in the energy field (i.e., wind power and low head hydro-power) and for the production of furniture with which to finance said scientific experiments.

11. The articles of incorporation maybe amended or changed at any time by a vote of the majority of the board of directors at a regular meeting attended by a majority of said board and entered upon the minutes of said meeting. The said change in the articles of incorporation shall be incorporated in the ^{by}laws and shall change any provision hereof.

12. The incorporating persons shall act as directors until the first meeting to be held within one month of authorization of the corporation to ~~exercise~~ so act by the State of Idaho. There The corporation shall have 1000 shares of stock of no par value. The owner shall be entitled to one vote when election of board of directors for each share he owns, or if owned by a legal entity. Said legal entity shall enjoy the same right to vote as a person owning said stock. Within thirty days of the time the corporation is authorized to do business, the incorporation shall hold a meeting and elect a board of directors who shall appoint a President and a secretary-treasurer who shall keep the books of the corporation and shall issue stock as needed. Thereafter the board of directors shall be elected by the stock holders annually January 10th of each year at the home office. The secretary-treasurer shall keep a book in which the by-laws are recorded, the financial activity of the corporation and the record of each meeting of each meeting of directors or stockholders are recorded.

The holding of meetings and operation of the corporation shall be governed by the by-laws. No act of any official shall bind the corporation for more than \$100.00 unless approved by the Board of Directors at a meeting of the Board of Directors.

E. Caldwell
E. J. Nelson