

State of Idaho

Department of State

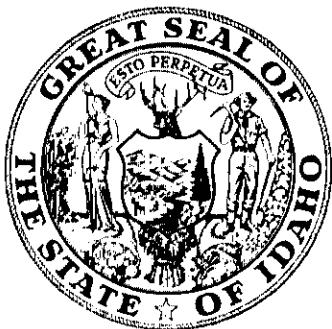
CERTIFICATE OF INCORPORATION OF

CAT'S EYE, 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: June 21, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ara Siebel*

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ARTICLES OF INCORPORATION

OF

CAT'S EYE, INC.

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

FIRST: The name of the corporation is Cat's Eye, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose for which this corporation is formed shall be the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 500 shares of common stock without par value.

FIFTH: Provisions denying preemptive rights are: None.

SIXTH: Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the By-Laws of the corporation, including provision for restriction on transfer of shares, as provided in the Idaho Business Corporation Act, Section 30-1-23A.

SEVENTH: The address of the initial registered office of the corporation is P. O. Box 535, ^{130 N MAIN ST} Mountain Home, Idaho, and the name of its initial registered agent at such address is Carl L. Holmes.

EIGHTH: The number of directors constituting the initial board

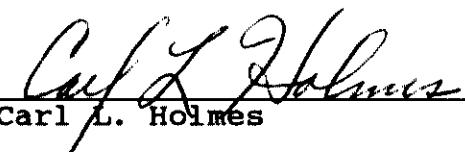
of directors of the corporation is one or more, and the name and address of the person who shall serve as director until the first annual meeting of shareholders or until his successors are elected and shall qualify is:

<u>NAME</u>	<u>ADDRESS</u>
Carl L. Holmes	130 N. Main Street, Mountain Home, Idaho P. O. Box 535, Mountain Home, Idaho

NINTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Carl L. Holmes	130 N. Main Street, Mountain Home, Idaho P. O. Box 535, Mountain Home, Idaho

THE UNDERSIGNED, being the original subscriber to the capital stock hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 14 day of June, 1993.



Carl L. Holmes

STATE OF IDAHO)
COUNTY OF ELMORE) ss.

On this 14th day of JUNE, 1993, before me, the undersigned, a Notary Public in and for said state, personally appeared Carl L. Holmes, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.


Notary Public for Idaho
Residing at Carl L. Holmes, Idaho
My Commission Expires: 3/7/04

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