



**CERTIFICATE OF INCORPORATION
OF**

ENERGY 2000, 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: May 09, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

92253

ENERGY 2000, INC. ARTICLES OF INCORPORATION
OF
ENERGY 2000, INC.

SEP 31 PM '90
SECRETARY OF STATE

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 **ENERGY 2000, INC.**

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are for the development and manufacture of electric motors using the "Newman Energy" technology. In addition, the Corporation may transact any or all other 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 25,000 shares of no par value stock.

FIFTH: Provisions denying preemptive 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 10060 Clarkson Pl., Boise, Idaho 83704. The name of the initial registered agent at such address is Daniel W. Barclay.

**ARTICLES OF INCORPORATION
OF ENERGY 2000, INC.
PAGE TWO (continued)**

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

NAME

Michael D. Barclay

ADDRESS

**P.O. Box 31
Paul, Id 83347**

Daniel W. Barclay

**P.O. Box 44138
Boise, Id 83711**

NINTH: The names and addresses of the incorporator is:

NAME

Michael D. Barclay

ADDRESS

**P.O. Box 31
Paul, Id 83347**

Daniel W. Barclay

**P.O. Box 44138
Boise, Id 83711**

ARTICLES OF INCORPORATION
OF ENERGY 2000, INC.
PAGE THREE (continued)

THE UNDERSIGNED, being one of the original subscribers to the capital stock hereinbefore named, for the purposes 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, do make and file these ARTICLES OF INCORPORATION, hereby declaring and certifying that the facts herein stated are true, and accordingly have set our hands and seals this 9th day of MAY, 1990.

Daniel W. Barclay
Daniel W. Barclay

STATE OF IDAHO)
) SS.
COUNTY OF Ada)

On the 9th day of May, 1990, before me, the undersigned, a Notary Public in and for the said State, personally appeared DANIEL W. BARCLAY, known to me to be the person whose name is subscribed to the above foregoing instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto affixed my official seal this 9th day of May, 1990.

[Signature]
Notary Public for Idaho

My Commission Expires 4-26-95