



**CERTIFICATE OF INCORPORATION
OF**

WEIGH TEK HOLDINGS, 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: August 24, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Jackie Matthews*

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ARTICLES OF INCORPORATION
OF

WEIGH TEK HOLDINGS, INC.

Dan K. Melville, Robert P. Melville and Vera M. Melville, of legal age, for the purpose of forming a corporation under the Idaho Business Corporation act hereby certifies and adopts in duplicate the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be WEIGH TEK HOLDINGS, INC., and its existence shall be perpetual.

ARTICLE II

The purpose and object of this corporation are as follows:

1. To engage in the general investment and development of business opportunities and real estate for commercial, industrial, residential and recreational purposes.
2. To engage in generally and carry on any lawful business or trade which may, in the judgement of the Board of Directors, at any time be necessary, useful or advantageous to this corporation.
3. To have all of the general powers conferred by the laws of the State of Idaho.

ARTICLE III

1. The location and post office address of the registered office of the corporation in this state shall be PO Drawer 1889, E. 5380 Seltice Way, Coeur d' Alene, Idaho 83814.
2. The registered agent of the corporation shall be Dan K. Melville, whose address is PO Drawer 1889, E. 5380 Seltice Way, Coeur d' Alene, Idaho 83814.

ARTICLE IV

The total number of shares authorized and which may be issued by this corporation is 5,000,000 shares at the par value of \$1.00 per share.

The corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation in any manner now or hereafter prescribed or permitted by statute. All rights of stockholders of the corporation are granted subject to this reservation.

ARTICLE V

1. The number of directors of the corporation shall be fixed as provided in the By-Laws and may be changed from time to time by amending the By-Laws, as therein provided, but the number of directors shall not be less than one nor more than five.

2. In furtherance of and not in limitation of the powers conferred by the laws of the State of Idaho, the Board of Directors is expressly authorized to make, alter and repeal the By-Laws of the corporation, subject to the powers of the stockholders of the corporation to change or repeal such By-Laws.

3. The corporation may enter into contracts and otherwise transact business as vendor, purchaser or otherwise with its directors, officers and stockholders and with corporations, associations, firms and entities in which they are or may be or become interested as directors, officers, shareholders, members or otherwise as freely as though such adverse interests did not exist, even though the vote, action or presence of such director, officer or stockholder may be necessary to obligate the corporation upon such contracts or transaction; and in the absence of fraud no such contract or transaction shall be avoided and no such director, officer, or stockholder shall be held liable to account to the corporation, by reason of such adverse interests or by reasons of any fiduciary relationship to the corporation arising out of such office or stock ownership, for any profit or benefit realized by him through any such contract or transaction; provided that in the case of directors and officers of the corporation (but not in the case of stockholders who are not directors or officers), the nature of the interest of such director or officer though not necessarily the details or extent thereof, be disclosed or known to the Board of Directors of the corporation, at the meeting thereof at which such contract or transaction is authorized or confirmed. A general notice that a director or officer of the corporation is interested in any corporation, association, firm or entity shall be sufficient disclosure as to such director or officer with respect to all contracts and transactions with that corporation, association, firm or entity.

4. Any contract, transaction or act of the corporation or of the director or any officers of the corporation which shall be ratified by a majority of a quorum of the stockholders of the corporation as any annual meeting or any special meeting called for such purpose, shall insofar as permitted by law, be as valid and as binding as though ratified by every stockholder of the corporation.

5. The directors of this corporation shall be three in number and his post office address is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Dan K. Melville	PO Drawer 1889 E. 5380 Seltice Way Coeur d' Alene, ID 83814
Robert P. Melville	N 11807 Whitehouse Spokane, Washington 99218
Vera M. Melville	N 11807 Whitehouse Spokane, Washington 99218

The terms of the directors shall be until the first annual meeting of the stockholders of the corporation, to be held on the 1st Monday in January, 1988, and until his successor is elected and qualified.

ARTICLE VI

The name and post office address of the incorporators shall be as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Dan K. Melville	PO Drawer 1889 E. 5380 Seltice Way Coeur d'Alene, Idaho 83814
Robert P. Melville	N 11807 Whitehouse Spokane, Washington 99218
Vera M. Melville	N 11807 Whitehouse Spokane, Washington 99218

IN WITNESS WHEREOF, the incorporators hereinabove named do hereunto set their hand in duplicate this August 20, 1987.



Dan K. Melville, Incorporator



Robert P. Melville, Incorporator



Vera M. Melville, Incorporator

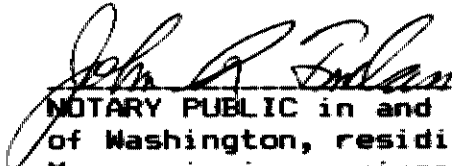
State of Washington)

) ss.

County of Spokane)

On this August 20, 1987, before me the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared Dan K. Melville, to me known to be the individual described in and who executed the foregoing instrument and acknowledged to me that he signed and sealed the said instrument as the free and voluntarily act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.


NOTARY PUBLIC in and for the State
of Washington, residing in Spokane.
My commission expires 4-6-90.

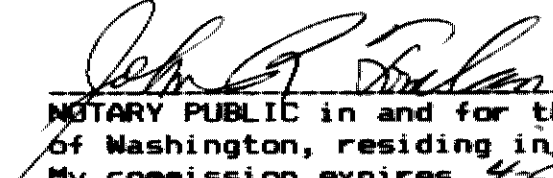
State of Washington)

) ss.

County of Spokane)

On this August 20, 1987, before me the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared Robert P. Melville, to me known to be the individual described in and who executed the foregoing instrument and acknowledged to me that he signed and sealed the said instrument as the free and voluntarily act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.


NOTARY PUBLIC in and for the State
of Washington, residing in Spokane.
My commission expires 4-6-90.

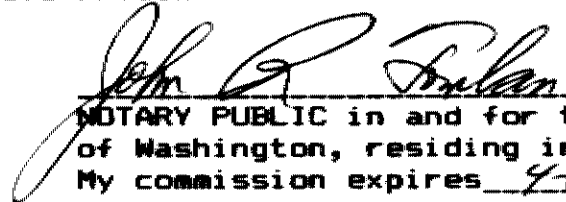
State of Washington)

)ss.

County of Spokane)

On this August 20, 1987, before me the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared Vera M. Melville, to me known to be the individual described in and who executed the foregoing instrument and acknowledged to me that she signed and sealed the said instrument as the free and voluntarily act and deed for the uses and purposes therein mentioned.

WITNESS my hand and official seal hereto affixed the day and year in this certificate above written.


NOTARY PUBLIC in and for the State
of Washington, residing in Spokane
My commission expires 9-6-90.

WEIGH TEK

5 Engineering Systems for Industry 2

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August 20, 1987

Corporate Division
Secretary of State
Statehouse - Room 203
Boise, Idaho 83720

Dear Sirs:

Please find in duplicate the Articles of Incorporation for filing with your office of Weigh Tek Holdings, Inc., and a check to cover required filing fees.

The President and Secretary/Treasurer of Weigh Tek, Inc., also undersigns hereto have approved hereby the use of the name Weigh Tek Holdings, Inc.

Thank you for the prompt return of the corporate license.

Cordially,

WEIGH TEK, INC.




Dan Melville, Vice President

AS:cb

PS: Name Approval



Al Schneider, President
Weigh Tek, Inc.


Cliff Jones, Sectry/Trsr
Weigh Tek, Inc.