

FILED

98 SEP 29 PM 3:47 **ARTICLES OF INCORPORATION**

SEP 11 3 04 PM '98

SECRETARY OF STATE
STATE OF IDAHO

OF

ELECTRONIC SENSOR PRODUCTS, 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 **Electronic Sensor Products, Inc.**

SECOND

The period of its duration is perpetual.

THIRD

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

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is 10,000 with a par value in the amount of one dollar (\$1) per share.

FIFTH

The location of the initial registered office of the corporation is 179-A Ellen Street, Boise, Idaho 83714 and the name of its initial registered agent at such address is Lowell Vaughn.

SIXTH

The number of directors constituting the initial Board of Directors is four (4), and the names and addresses of the persons who are to serve until the first annual meeting of the shareholders and until successors are elected and qualified are:

IDAHO SECRETARY OF STATE

09/11/1998 09:00
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NAME**ADDRESS**

Lowell Vaughn

12109 W. Gunsmoke Dr.
Boise, Idaho 83713

Stan Leaf

P.O. Box 146
Tow, Texas 78672

Nellie Leaf

P.O. Box 146
Tow, Texas 78672

Sheryl Vaughn

12109 W. Gunsmoke Dr.
Boise, Idaho 83713**SEVENTH**

The name and address of the incorporator is as follows:

Kimbell D. Gourley
Eberle, Berlin, Kading, Turnbow & McKlveen, Chtd.
P.O. Box 1368
Boise, ID 83701

EIGHTH

The Board of Directors is expressly authorized to alter, amend or repeal the Bylaws of the corporation and to adopt new Bylaws, subject to repeal or change by a majority vote of the shareholders.

NINTH

At each election for directors, every shareholder entitled to vote at such election shall have the right to vote, in person or by proxy, one vote for each share owned by him. Shareholders have no right to vote their shares cumulatively in the election of directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of September, 1998.


Kimbell D. Gourley

**EBERLE, BERLIN, KADING, TURNBOW & MCKLVEEN,
CHARTERED**

ATTORNEYS AND COUNSELORS AT LAW
CAPITOL PARK PLAZA
300 NORTH SIXTH STREET
POST OFFICE BOX 1368
BOISE, IDAHO 83701

SEP 29 3 45 PM '98

TELEPHONE
(208) 344-8535
FACSIMILE
(208) 344-8542

KIMBELL D. GOURLEY

T. H. EBERLE (1922-1977)

September 24, 1998

Pete T. Cenarrusa
Secretary of State
Corporate Division
Statehouse
Boise, ID 83720

Re: *Electronic Sensor Products, Inc.*

To Whom It May Concern:

Enclosed are duplicate originals of the Articles of Incorporation for Electronic Sensor Products, Inc. We are requesting that the Articles be accepted by the Idaho Secretary of State for filing.

We previously filed these documents with the Secretary of State and they were rejected on September 11, 1998, for the reason that the name was not available. It is our understanding that the only reason the name was not available is because of a sister Texas corporation that has filed as a foreign corporation in the state of Idaho under the name Electronic Sensor Products of Texas, Inc.

It is our intent to merge the two corporations together with the surviving corporation being the Idaho corporation.

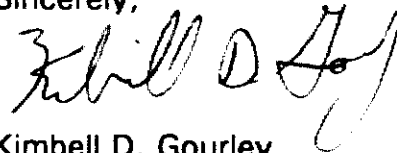
Thus, we are hereby consenting on behalf of Electronics Sensor Products of Texas, Inc. to allow the Idaho Secretary of State to accept the Articles of Incorporation for Electronic Sensor Products, Inc. despite the potential name confusion. It is our anticipation that in approximately one month, the Texas corporation will cease to legally exist and any confusion will be eliminated.

Set forth below is the signature of Lowell Vaughn, an officer of Electronic Sensor Products of Texas, Inc. authorizing on behalf of such corporation the Secretary of State to accept the new Articles of Incorporation from Electronic Sensor Products, Inc.

Idaho Secretary of State
September 24, 1998
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If you have any questions or concerns, please feel free to contact me.

Sincerely,



Kimbell D. Gourley

KDG/slp

I, Lowell Vaughn, as President of Electronic Sensor Products of Texas, Inc., hereby authorize the Idaho Secretary of State to accept and file the Articles of Incorporation from Electronic Sensor Products, Inc., an Idaho corporation.

ELECTRONIC SENSOR PRODUCTS OF TEXAS, INC.



By: Lowell Vaughn
Its: President