

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

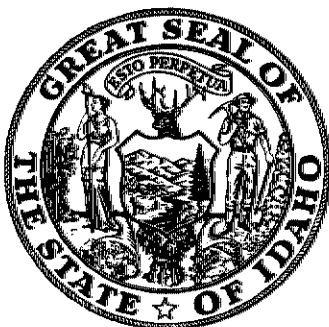
THREE ISLAND RECOVERY, INC.

File number C 114585

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: April 16, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ma Seibel*

ARTICLES OF INCORPORATION
OF

Apr 16 2 26 PM '96

THREE ISLAND RECOVERY, INC. SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the incorporator of a corporation (hereinafter referred to as "Corporation") under the Idaho Business Corporation Act (the "Act"), adopts the following Articles of Incorporation for the Corporation:

____ARTICLE 1. NAME____

The name of the Corporation THREE ISLAND RECOVERY, Inc.

____ARTICLE 11. PERIOD OF DURATION____

The period of duration of the Corporation is perpetual.

____ARTICLE 111. PURPOSES AND POWERS____

SECTION 1____ The purpose for which the Corporation is organized is: The transaction of any or all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith, which are not forbidden by the Act, by other law, or by these Articles of Incorporation.

SECTION 2____ The Corporation shall have and may exercise all powers necessary or convenient to effect its purposes, including but not limited to the statutory powers specified in the appropriate sections of the Idaho Code, as amended and supplemented.

SECTION 3____ The Corporation shall engage in the re-cycling of "Tires". "Tire" collection, transportation, storage, shredding, re-cycling, and distribution of the end product to the end product users. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the state of Idaho.

____ARTICLE IV. AUTHORIZED SHARES____

SECTION 1____NUMBERS____ The aggregate number of shares of common stock which the Corporation shall have the authority to issue is 400,000. The stock shall have 1.00 par value.

ARTICLES PG. 1

IDAHO SECRETARY OF STATE
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SECTION 2. DIVIDENDS._____ The holders of the common stock shall be entitled to receive, when and as declared by the Board of Directors, as permitted by the Act, dividends or distributions payable either in cash, in property, or in shares of the capital stock of the Corporation.

SECTION 3. STOCK NONASSESSABLE._____ The private property of the shareholders of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and shares of the Corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the Corporation

SECTION 4. VOTING POWER._____ The entire voting power for the election of the Directors and for all other purposes shall be vested exclusively in the holders of the common stock, who shall be entitled to one vote for each share of common stock held by them of record.

_____ **ARTICLE V. PREEMPTIVE RIGHTS** _____

Shareholders of the Corporation shall have preemptive and preferential rights of subscription to any shares of stock of the Corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the Corporation, issued or sold, and the Board of Directors in issuing stock of the Corporation, or obligations convertible into stock, shall first offer such issue of stock or obligations to the shareholders of the Corporation.

_____ **ARTICLE VI. REGISTERED OFFICE** _____

The address of the initial registered office of the Corporation is 317 N. Elmore Glenns Ferry, Idaho and the name of its initial registered agent is David L. Case 83623

_____ **ARTICLE VII BOARD OF DIRECTORS** _____

The number of Directors of the Corporation shall be as specified in the Bylaws. The number of Directors constituting the initial Board of Directors is one (4), and the name and address of the person(s) who is (are) to serve as Director(s) until the first annual meeting of shareholders or until their successors are elected and shall qualify is:

NAME	ADDRESS
Dennis Pruett	645 E. 39th N Mtn. Home, Idaho 83647
Frank Case	317 N. Elmore Glenns Ferry, Idaho 83623
Bill Pruett	Rt. 1 Bx 58 King Hill, Idaho 83633
David L. Case	10703 Red Fox Ct. Boise, Idaho 83709

ARTICLE VII. INCORPORATOR

NAME

ADDRESS

David L. Case

10703 Red Fox Ct. Boise, Idaho 83709

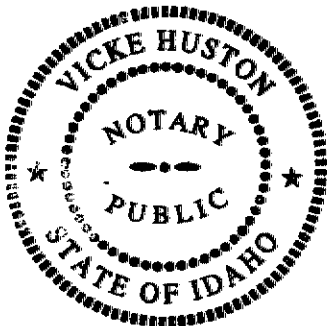
DATED THIS 15 DAY OF April 1996.

David L. Case

STATE OF IDAHO)
)
) : ss
COUNTY OF CANYON)

ON THIS 15th DAY OF April, 1996. BEFORE ME THE
UNDERSIGNED NOTARY PUBLIC IN AND FOR THE STATE OF IDAHO,
PERSONALLY APPEARED David L. Case
KNOWN TO ME TO BE THE PERSON (S) WHOSE NAME IS SUBSCRIBED TO
THE WITHIN INSTRUMENT AND ACKNOWLEDGE 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 ABOVE WRITTEN HEREIN.



Vickie Huston

NOTARY PUBLIC FOR IDAHO
RESIDING AT Nampa, Idaho 83651
MY COMMISSION EXPIRES 10/19/2001