



CERTIFICATE OF INCORPORATION
OF

OVERLAND RADIATOR AND AIR CONDITIONING, INC.

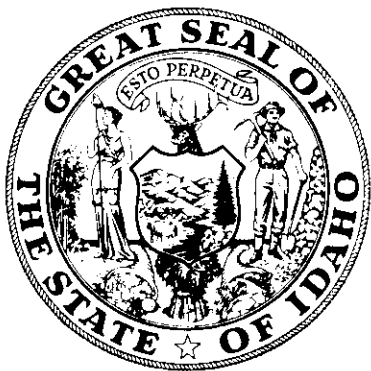
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

OVERLAND RADIATOR AND AIR CONDITIONING, INC.

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: *November 17, 1982*



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
OVERLAND RADIATOR AND AIR CONDITIONING, INC.

The undersigned, acting as Incorporators 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:

OVERLAND RADIATOR AND AIR CONDITIONING, INC.

SECOND

The period of its duration is perpetual.

THIRD

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

FOURTH

The aggregate shares which the corporation shall have authority to issue is 5,000 shares of non-accessible stock with a par value of \$1.00 per share.

FIFTH

Provisions denying preemptive rights are: NONE.

SIXTH

Provisions for the regulation of the internal affairs of the corporation are: NONE.

SEVENTH

The initial address of the registered office of the corporation is: 6225 Overland Road, Boise, Idaho 83709; and the name of the initial registered agent at such address is: Richard Niebusch.

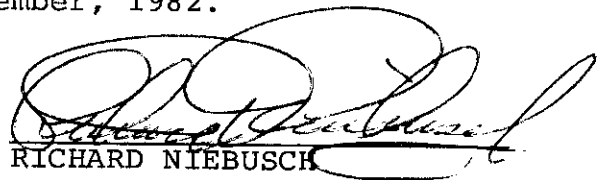
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EIGHTH

The number of directors constituting the initial Board of Directors of the corporation is one (1), and shall be increased to not more than five (5) directors upon direction of the shareholders of the corporation; and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

RICHARD NIEBUSCH 6225 Overland Road, Boise, Idaho 83709

DATED this 17th day of November, 1982.


RICHARD NIEBUSCH