

State of Idaho

Department of State

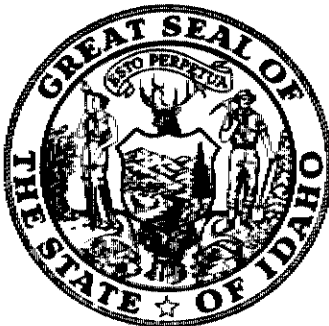
CERTIFICATE OF INCORPORATION OF

**WAYMENT MANUFACTURING, INC.
File number C 114684**

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 24, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

Apr 24 10 24 AM '96
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
WAYMENT MANUFACTURING, INC.

IDAHO SECRETARY OF STATE
DATE 04/24/1996 0900 57063
CK #: 4847 CUST# 67090
CORP
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The undersigned persons, in order to form a corporation pursuant to the Idaho General Business Corporations Act (Idaho Code, § 30-1-1 et seq.) certify as follows:

ARTICLE I.

The name of this Corporation is: **WAYMENT MANUFACTURING, INC.**

ARTICLE II.

The period of existence and duration of the life of the Corporation shall be perpetual.

ARTICLE III.

The purposes and objects for which this Corporation is formed, and the general powers which this Corporation may exercise, are as follow:

(a) To carry on and conduct the business of manufacturing machine components, and related business activities; and

(b) To transact any and all lawful business for which a corporation may be incorporated in the State of Idaho under the General Business Corporations Act, I.C. § 30-1-1 et seq., and to exercise any and all such corporate powers provided by said Act.

ARTICLE IV.

Section 1. This Corporation shall be authorized to issue one class of shares of stock, to be designated "common stock". The total number of shares of stock which this

Corporation shall be authorized to issue is 1000 shares of no par value stock.

Section 2. The stock of this Corporation shall be non-assessable; and the private property of the shareholders in this Corporation shall not be liable for the debts, obligations or liabilities of this Corporation, to the extent permitted by law.

ARTICLE V.

Section 1. The location and address of the initial registered office of the Corporation in the State of Idaho shall be: 518 Main, Filer, Idaho 83328.

Section 2. The registered agent of this Corporation at this address shall be:
Randy E. Hansen.

ARTICLE VI.

Section 1. The number of directors constituting the initial Board of Directors shall be two (2).

Section 2. The names and addresses of the initial directors are as follows, to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify:

<u>NAME</u>	<u>ADDRESS</u>
1. Randy Hansen	2039 Mountain View Circle Twin Falls, Idaho 83301
2. Larry F. Wayment	1613 Elizabeth Boulevard Twin Falls, Idaho 83301

ARTICLE VII

The names and addresses of the incorporators of this corporation are as follow:

<u>NAME</u>	<u>ADDRESS</u>
1. Randy E. Hansen	2030 Mountain View Circle Twin Falls, Idaho 83301
2. Larry F. Wayment	1613 Elizabeth Boulevard Twin Falls, Idaho 83301

ARTICLE VIII.

The number of directors of this corporation shall be as provided in the By-Laws.

ARTICLE IX.

The personal liability of a director to the Corporation and its stockholders for monetary damages for breach of fiduciary duty as a director shall be limited or eliminated to the extent permitted by the Idaho General Business Corporations Act.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this Corporation, have executed these Articles of Incorporation this 17 day of April, 1996.


 RANDY E. HANSEN


 LARRY F. WAYMENT

STATE OF IDAHO)
 : ss.
 County of Twin Falls)

On this 17th day of April, 1996, before me, the undersigned, a Notary Public in and for said State, personally appeared RANDY E. HANSEN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged 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 in this instrument first above written.

Monte B. Carlson
NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls
Commission Expires: 12/10/98

STATE OF IDAHO)
 : ss.
County of Twin Falls)

On this 19th day of April, 1996, before me, the undersigned, a Notary Public in and for said State, personally appeared LARRY F. WAYMENT, known to me to be the person whose name is subscribed to the within instrument, and acknowledged 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 in this instrument first above written.

Monte B. Carlson
NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls
Commission Expires: 12/10/98