



**CERTIFICATE OF INCORPORATION
OF**

MANUFACTURING RESOURCE GROUP 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: December 19, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Zabala

ARTICLES OF INCORPORATION

OF

RECEIVED
SEC. OF STATE

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MANUFACTURING RESOURCE GROUP INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned natural persons of lawful age and citizens of the United States, for the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

FIRST

The name of the corporation is

Manufacturing Resource Group Inc.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is: 100,000 Common

Such shares are to consist of one class only. The par value of each of such shares shall be no par, which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders 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, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is: Rt. #1, Box 58D

Priest River, ID 83856

The name of the corporation's initial registered agent at such address is: Arlin Beehler

EIGHTH

The number of directors constituting the initial Board of Directors is: three

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME Arlin Beehler Pres.

ADDRESS Rt. #1, Box 58D, Priest River, ID 83856

NAME Roger King Vice-Pres.

ADDRESS 300 Wrenco Hts., Sandpoint, ID 83864

NAME James Hunter Sec.

ADDRESS 9490 N. Atlas Road, Rathdrum, ID 83858

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NINTH

The names and addresses of all incorporators are:

NAME Arlin Beehler

ADDRESS Rt. #1, Box 58D, Priest River, ID 83856

NAME Roger King

ADDRESS 300 Wrenco Hts., Sandpoint, ID 83864

NAME Jim Hunter

ADDRESS 9490 N. Atlas Road, Rathdrum, ID 83858

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

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NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

IN WITNESS WHEREOF, I/we have hereunto set my/our
hand(s) and seal(s) this 14th day of December,
1990.

Arlin Beehler
President

Roger A. King
Vice-President

James M. Hunter
Secretary

STATE OF IDAHO }
County of Bonner } ss.

On this 14th day of December, 1990,
before me, the undersigned, a Notary Public in and for said
state, personally appeared

Arlin Beehler
Roger A. King
James M. Hunter

known to me to be the person(s) whose name(s) is/are subscribed
to the within and foregoing instrument, and acknowledged to me
that (t)he(y) executed the same, and that (t)he(y) was/were (a)
person(s) of lawful age and citizen(s) of the United States of
America.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal the day and year in this certificate first
above written.

Linda Kingery
Notary Public for Idaho
Residing at: Pine River
My commission expires: 7-8-92