

State of Idaho

Office of the Secretary of State

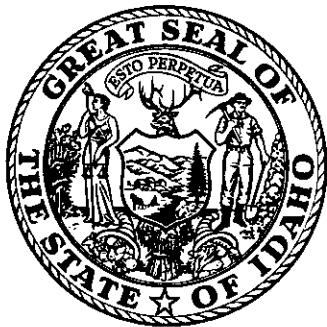
**CERTIFICATE OF AUTHORITY
OF
PIONEER POWER, LLC**

File Number W 121203

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Uniform Limited Liability Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: January 23, 2013



Ben Ysursa
SECRETARY OF STATE
By *Olivia Kittersen*

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**APPLICATION FOR CERTIFICATE
OF AUTHORITY FOR FOREIGN
LIMITED LIABILITY COMPANY**

2013 JAN 23 AM 11:36

SECRETARY OF STATE
STATE OF IDAHO

(Instructions on back of application)

1. The name of the limited liability company is:

Pioneer Power, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Nevada

4. The name and complete street address of the registered agent in Idaho is:

Business Filings Incorporated 1111 West Jefferson, Ste 530 Boise ID 83702

5. The street and mailing address of the limited liability company's principal office is:

24597 Collett Rd, Oreana, ID 83650

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

101 Convention Center Dr. Ste 700, Las Vegas, NV 89109

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

NV. Business Management 101 Convention Center Dr. Ste 700
Services, Inc. Las Vegas, NV 89109

8. The mailing address for future correspondence:

24597 Collett Rd, Oreana, ID 83650

Secretary of State use only

9. Signature of a manager, member or authorized person.

Signature

Derek Rowley

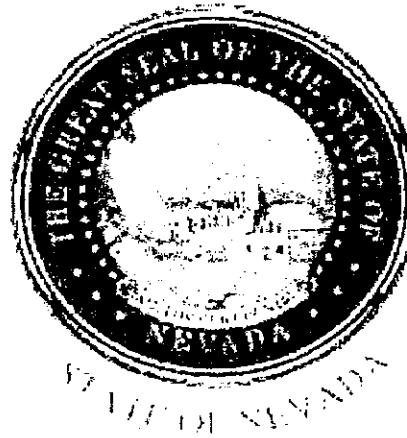
Typed Name

Derek Rowley, President of
NV. Business Management
Services, Inc. Manager

IDAHO SECRETARY OF STATE
01/23/2013 05:00
CK: 1262562 CT: 172899 BH: 1356957
1 E 100.00 = 100.00 REGFORLLC # 2
1 E 20.00 = 20.00 EXPEDITE C # 3

W121203

SECRETARY OF STATE

**CERTIFICATE OF EXISTENCE
WITH STATUS IN GOOD STANDING**

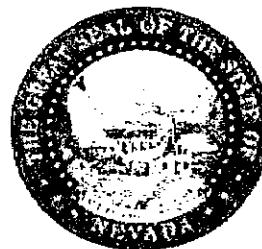
I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **PIONEER POWER, LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 13, 2010, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on January 21, 2013.

A handwritten signature of Ross Miller in black ink.

ROSS MILLER
Secretary of State



Electronic Certificate
Certificate Number: C20130121-0869
You may verify this electronic certificate
online at <http://www.nvsos.gov/>