

State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION OF

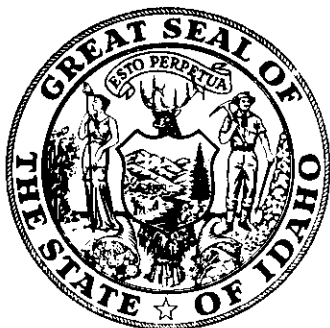
ZIMMER MOTOR CO., INC.

File Number C 37315

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of ZIMMER MOTOR CO., INC., duly signed and verified 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

Dated: April 13, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By

Shirley I. Clark

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ARTICLES OF DISSOLUTION
OF
ZIMMER MOTOR CO., INC.,
An Idaho Corporation

APR 13 4 24 PM '95
SECRETARY OF STATE

This Corporation does execute duplicate originals of these Articles of Incorporation and does state as follows:

I.

The name of the Corporation and postoffice address are:
ZIMMER MOTOR CO., INC., 609 Ridge Road, Moscow, Idaho 83843.

II.

The names and addresses of the last officers and directors of the Corporation and their offices are as follows:

A. Officers:

1. Richard W. Zimmer, President
943 Colt Court
Moscow, ID 83843
2. Evelyn J. Zimmer, Secretary
609 Ridge Road
Moscow, ID 83843
3. James W. Rose, Treasurer
403 South Roosevelt
Moscow, ID 83843

B. Directors:

1. Richard W. Zimmer
943 Colt Court
Moscow, ID 83843
2. Evelyn J. Zimmer
609 Ridge Road
Moscow, ID 83843
3. James W. Rose
403 South Roosevelt
Moscow, ID 83843

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III.

No actual or known potential creditors did exist to whom notice could be given under Idaho Code §30-1-87.

IV.

All debts, obligations and liabilities of the Corporation have been paid and discharged.

V.

All remaining property and assets of the Corporation have been distributed among the shareholders in proportion to their respective rights and interests. No distribution provision does exist in the Articles of Incorporation.

VI.

No suits are pending against the Corporation in any court.

VII.

The dissolution has received the unanimous written consent of the shareholders, an executed copy of which written consent is attached hereto.

IN WITNESS WHEREOF, this Corporation by its President and Secretary do consent to a dissolution of this Corporation and file these Articles of Dissolution pursuant aid the consent of all of the shareholders.

ZIMMER MOTOR CO., INC.,
An Idaho Corporation

By



President

ATTEST:

By




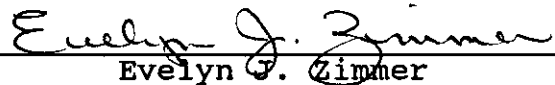
Secretary

STATE OF IDAHO)

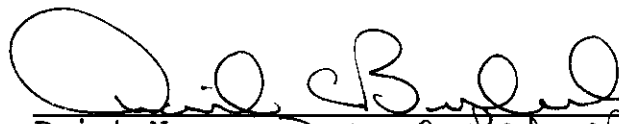
County of Latah)

RICHARD W. ZIMMER and EVELYN J. ZIMMER, each being first duly sworn on oath, deposes and says: That RICHARD W. ZIMMER is the President and EVELYN J. ZIMMER is the Secretary of the above-named Corporation, and each is one of the officers of said Corporation signing the foregoing Articles of Dissolution of said Corporation; that each has read said Articles of Dissolution, knows the contents thereof, and that the same is true as he/she does verily believe.


Richard W. Zimmer


Evelyn J. Zimmer

Signed and sworn to (or affirmed) before me this 4
day of April, 1995, by RICHARD W. ZIMMER and EVELYN J.
ZIMMER.


Print Name: Daniel C. Brennan
Notary Public in and for the State of
Idaho, residing at MOSCOW

My appointment expires 10-13-98

CONSENT TO VOLUNTARY DISSOLUTION OF CORPORATION

THE UNDERSIGNED, constituting all of the shareholders of ZIMMER MOTOR CO., INC., an Idaho Corporation, do hereby consent to the dissolution of this Corporation. The signatures of the undersigned shareholders do constitute authority to dissolve.

DATED this 30th day of December, 1994.

Evelyn J. Zimmer
Evelyn J. Zimmer

Kathryn J. Luvaas
Kathryn J. Luvaas

John T. Zimmer
John T. Zimmer

Claudia A. Lande
Claudia A. Lande

Robert J. Zimmer
Robert J. Zimmer

Richard W. Zimmer
Richard W. Zimmer

Melanie Zimmer
Melanie Zimmer

Thomas E. Zimmer
Thomas E. Zimmer

Teresa M. Hjorten
Teresa M. Hjorten

James P. Zimmer
James P. Zimmer

Rosemary Helbling
Rosemary Helbling

Frederick G. Zimmer
Frederick G. Zimmer

James W. Rose
James W. Rose