



CERTIFICATE OF INCORPORATION
OF

GEM STATE CRYSTALS, INC.

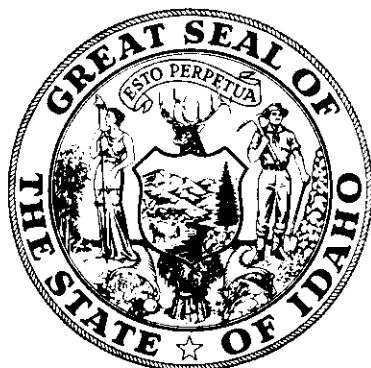
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

GEM STATE CRYSTALS, 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: **May 18, 1983**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
GEM STATE CRYSTALS, INC.

MAY 18 8 33 AM '83
SECRETARY OF STATE

We, WILLIAM L. MABBUTT and FREDERICK L. SHUTE, being natural persons over the age of eighteen (18) years, and acting as incorporators of the corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I.

Name.

The name of the corporation is "GEM STATE CRYSTALS, INC."

ARTICLE II.

Period of Duration.

The period of duration of the corporation is perpetual.

ARTICLE III.

Purposes and Powers.

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, except for the business of banking or insurance.

The corporation shall have and exercise all the powers necessary and proper for the execution of its purposes.

The corporation may carry out its purposes and exercise of powers in any state, territory, district, or possession of the

United States, or any foreign country, to the extent that these purposes and powers are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country; and may limit the purpose or purposes that it proposes to carry out or the powers it proposes to exercise in any application to do business in any state, territory, district or possession of the United States, or a foreign country.

ARTICLE IV.

Authorized Shares.

The aggregate number of shares that the corporation shall have the authority to issue is ONE THOUSAND (1,000) shares of common stock without par value.

ARTICLE V.

Shares Not To Be Divided Into Classes.

The shares of the corporation are not to be divided into classes.

ARTICLE VI.

No Shares in Series.

The corporation is not authorized to issue shares in series.

ARTICLE VII.

Pre-emptive Rights.

The registered holders of the shares of common stock shall have pre-emptive rights as set forth in the Idaho Code §30-1-26, in effect at the time of the execution of this instrument.

ARTICLE VIII.

Restriction and Transfer of Shares.

The registered holders of shares of common stock, their heirs, assigns and estates, shall not sell or anyway transfer such shares to one not a shareholder in the corporation, until the corporation and each shareholder therein shall have an opportunity to purchase such shares at fair market value. Each shareholder shall have a right to purchase in proportion to his ownership in the corporation.

ARTICLE IX.

Provisions for Regulation of the Internal Affairs of the Corporation.

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend, or appeal the bylaws, or adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the Idaho Business Corporation Act or these Articles of Incorporation.

Any contract or any other transaction between the corporation and one or more of its directors, or between a corporation and one of its officers or employees, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors, and the Board of Directors shall, nevertheless, authorize

or ratify the contract of transaction, the interested director or directors to be counted in determining whether a quorum is present to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

The corporation shall have the power to indemnify any person who was, or is, a party, or is threatened to be made a party to any threatened common, pending, or completed action or suit, by or in the right of the corporation to procure a judgment in its favor by reason of the fact that he is or was a director, officer, employee or agent of the corporation.

The corporation shall have the right to indemnify any director or officer who has suffered loss by reason of his relationship to the corporation.

ARTICLE X.

Registered Office and Agent.

The address of the registered office of the corporation is 527 South Main Street, Moscow, Idaho 83843. The registered agent of the corporation, located at the above address, is WILLIAM L. MABBUTT.

ARTICLE XI.

Initial Directors.

The initial Board of Directors shall consist of two (2) directors, who are WILLIAM L. MABBUTT, whose address is 314 N. Washington, Moscow, Idaho 83843, and FREDERICK L. SHUTE, whose

address is 4026 Paradise Ridge Road, Moscow, Idaho 83843.

ARTICLE XII.

Incorporators.


The incorporators of the corporation are WILLIAM L. MABBUTT, whose address is 314 N. Washington, Moscow, Idaho 83843, and FREDERICK L. SHUTE, whose address is 4026 Paradise Ridge Road, Moscow, Idaho 83843.

ARTICLE XIII.

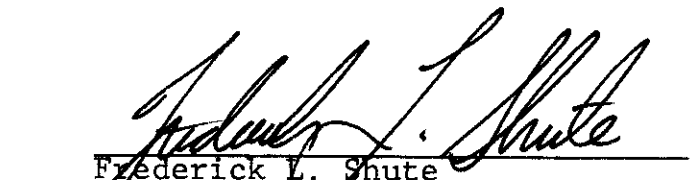
Amendment of Articles of Incorporation.

The corporation reserves the right to amend the Articles of Incorporation in any manner now or hereinafter permitted by law.

EXECUTED in duplicate this 16TH day of May, 1983.



William L. Mabbutt
Incorporator



Frederick L. Shute
Incorporator