

ORIGINAL  
JAN 19 10 31 AM '04  
IDAHO

ARTICLES OF INCORPORATION  
OF  
ADVANCED SUSPENSION DESIGNS, INC.

KNOWN ALL MEN BY THESE PRESENTS:

That the undersigned, ROBERT R. CULVER, being of full age and citizens of the United States, do this day voluntarily form a corporation under the provisions of the Idaho Business Corporation Act, and we certify in writing:

ARTICLE I  
NAME

The name of the corporation shall be Advanced Suspension Designs, Inc.

ARTICLE II  
PURPOSE AND POWERS

The purposes for which this corporation is formed are to engage in any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act and to possess and exercise all the powers and privileges granted by the Idaho Business Corporation Act or by any lawful powers and privileges incidental, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

ARTICLE III  
DURATION

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

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ARTICLE IV  
REGISTERED OFFICE

The registered office of the corporation in the State of Idaho shall be located at 627 Second Avenue South, Twin Falls, Idaho. The office address of the registered office of the corporation in the State of Idaho, County of Twin Falls, shall be 627 Second Avenue South, Twin Falls, Idaho 83301. Robert R. Culvere shall be the initial registered agent at said address.

ARTICLE V  
CORPORATE STOCK

The aggregate number of common shares which the corporation shall have authority to issue is One Thousand (1000), all of which shall have no par value.

VI  
INCORPORATORS

Following are the name and post office address of the incorporators:

<u>NAME OF INCORPORATORS</u>	<u>ADDRESS</u>
ROBERT R. CULVER South	627 Second Avenue  Twin Falls, Idaho 83301

VII  
MANAGEMENT

The business of the corporation shall be managed by a board of at least three directors, except that if all of the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified.

ARTICLE VIII  
BY-LAWS

The initial By-Laws of the corporation shall be adopted by its board of directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

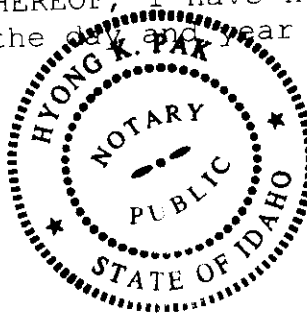
IN WITNESS WHEREOF, I have set my hand this 10th day January, 2004.


  
ROBERT R. CULVER

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

On this 21 day of January, 2004, before me, a notary public for Idaho, personally appeared, Robert R. Culver, known or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

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



  
NOTARY PUBLIC FOR IDAHO  
Residing at Twin Falls  
Comm Expires 6-09