

Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

KNUDSENS & CARR PUMP COMPANY, INC.

was filed in the office of the Secretary of State on the *30th* day
of *December* A.D., One Thousand Nine Hundred *seventy-five* and
duly recorded on ^{*1 be*} ~~film~~ *microfilm* of Record of Domestic Corporations, of the State of
Idaho, and that the said articles contain the statement of facts required by Section 30-103,
Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates
and successors are hereby constituted a corporation, by the name hereinbefore stated, for
~~perpetual Existence~~ from the date hereof, with its registered office in this State located at
Aberdeen, Idaho in the County of *Bingham*

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this *30th* day of *December*,
A.D., 19 *75*.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
KNUDSENS & CARY PUMP COMPANY, INC.

KNOW ALL MEN BY THESE PRESENTS, that we, BOB W. KNUDSEN, BOB KNUDSEN, JR., AND CHARLES P. CARY, all residing at Aberdeen, Idaho, who are all over the age of 18 years and natural born citizens of the United States of America, whose names are hereunto subscribed, do under and pursuant to the general corporation laws of the State of Idaho, associate ourselves together, for the purpose of becoming a body corporate and carrying on and conducting the businesses herein-after mentioned, and doing all lawful things and acts necessary, convenient, or beneficial in regard thereto, we do hereby execute these Articles of Incorporation of KNUDSENS & CARY PUMP COMPANY, INC.

ARTICLE I

The name of this corporation shall be KNUDSENS & CARY PUMP COMPANY, INC.

ARTICLE II

The purposes of this corporation and pursuits and business which it may carry on are, and shall be, (1) to engage in any and all forms of growing or manufacturing of products of every type and description, (2) to engage in any and all types of wholesale and/or retail sales of real and/or personal property of every type and description, (3) to engage in rentals or leases of real or personal property of every type and description, (4) to engage in short and/or long term financing of real and/or personal property of every type and description, (5) to engage in any and all other types of business activities as fully and to the same extent as natural persons of this State might or could do and perform any and all of these functions in this State or any part of the world.

Said corporation shall be empowered to engage in any or

all of the foregoing by acquiring, purchasing, renting, owning, leasing, or otherwise operating, managing or controlling the foregoing pursuits in any manner deemed advisable by the corporation.

Said corporation shall have the power to acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held or occupied by the corporation, buildings or other structures with their appurtenances, and to rebuild, enlarge, alter or improve any buildings or other structures now or hereafter erected on any lands owned, held or occupied by the corporation, and to mortgage, sell, lease or otherwise dispose of any lands or interests in lands and in buildings or other structures at any time owned by or held by the corporation.

To acquire and carry on all or any part of the business or property of any company engaged in a business similar to that authorized under the laws of this State to consolidate, or whose stock the company under the laws of this State and the provisions of this certificate is authorized to purchase, and to undertake in conjunction therewith, any liabilities of any person, firm, association or company, described as aforesaid, possessing property, suitable for any of the purposes of this company, or for carrying on any business which this company is authorized to conduct, and for the consideration for the same to pay cash or to issue shares, stocks or obligations of this company.

To borrow money of any person, firm or corporation, and to issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the

corporation and to secure the same by mortgage, pledge, deed of trust or by any other lawful means.

To enter into, make and perform and carry out contracts of every sort and kind with any person, firm, association, or corporation, municipality, body politic, county, territory, state, government or colony or dependency thereof, and without limit as to amount, to draw, make, accept, indorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or transferrable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Idaho.

To purchase, acquire and own its shares of stock, but shares of such capital stock so purchased or acquired may be resold unless such shall have been retired for the purpose of decreasing the company's capital stock as provided by law.

To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more to the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

ARTICLE III

The principal place of business of this corporation shall be Aberdeen, Bingham County, State of Idaho.

ARTICLE IV

This corporation shall have perpetual existence unless sooner disincorporated according to law.

ARTICLE V

The corporate powers, business and property, of this corporation shall be exercised, conducted and controlled by a board of no less than one nor more than three directors; provided, however, that said board may not act so as to bind the corporation or its property unless a majority of said directors shall be in attendance at the meeting at which said action shall be taken.

The members of the board of directors shall be elected at a regular meeting of the stockholders, and shall hold office for a period of one year. The incorporators, whose names are subscribed hereto, shall act as directors of this corporation until their successors have been regularly elected and qualified. In the event of a vacancy in the office of any of the board of directors of this corporation, it shall be the duty of the duly elected chairman of the board of directors to appoint a qualified person to fill the unexpired term of office for such vacancy or vacancies.

There shall be a regular, annual, stockholders' meeting on the third Monday of December of each year, subsequent to the effective date of these Articles of Incorporation, together with such other stockholders' meetings as shall be lawfully called for or provided for.

The officers of this corporation shall be President, Vice-President, and Secretary-Treasurer, to be elected by a majority vote of the board of directors. The term of said office for said officers shall be set by the board of directors and said officers may be removed upon thirty days' notice by said board. Any one or all of the above offices may be combined into one office and held by the same person.

ARTICLE VI

The amount of authorized capital stock in this corporation shall be ONE HUNDRED THOUSAND AND NO/100 DOLLARS, (\$100,000.00), divided into TEN THOUSAND (10,000) shares of par value of Ten Dollars (\$10.00) per share. No distinction shall exist between the shares of this corporation of the holders thereof.

ARTICLE VII

The amount of capital stock of this corporation that has been actually subscribed and the number of shares subscribed by each subscriber and the par value thereof are as follows:

<u>NAME OF SUBSCRIBER</u>	<u>NUMBER OF SHARES</u>	<u>PAR VALUE</u>
Bob W. Knudsen	1	\$10.00
Bob Knudsen Jr	1	\$10.00
Charles P Cary	1	\$10.00

ARTICLE VIII

The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatsoever.

ARTICLE IX

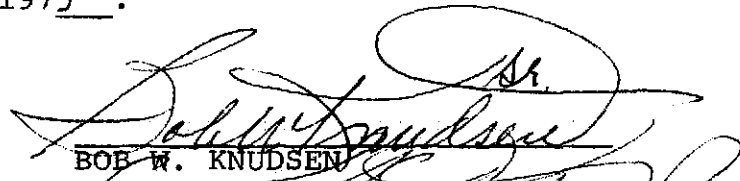
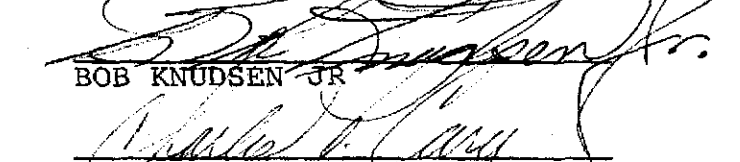
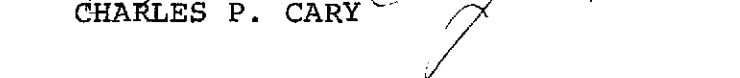
The cpaital stock of this corporation shall be non-assessable.

ARTICLE X

The corporation reserves the right to amend, alter, or repeal any provision herein contained in the manner now or hereafter prescribed by the statues of the State of Idaho and all rights and powers conferred herein are granted subject to this reservation.

We, the undersigned, for the purpose of forming a corporation under the laws of the State of Idaho, do make, file and record these Articles and certify that the facts therein


stated are true and have herewith set our hands and seals this
29th day of December, 1975.


BOB W. KNUDSEN

BOB KNUDSEN JR.

CHARLES P. CARY

STATE OF IDAHO,)
) ss.
COUNTY OF Power)

On this 29th day of December, 1975, before me, the undersigned, a Notary Public in and for said County and State, personally appeared BOB W. KNUDSEN, BOB KNUDSEN, and CHARLES P. CARY, known to me to be the persons whose names are subscribed to the within 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 in this certificate first above written.


NOTARY PUBLIC for Idaho
Residing at American Falls, Idaho

(seal)