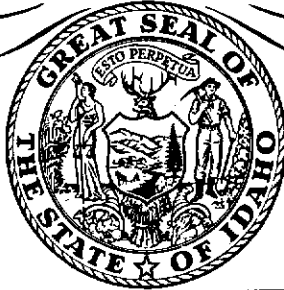


State of Idaho



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

HUSTLER, INC.

was filed in the office of the Secretary of State on the **twenty-fourth** day of **January** A.D., One Thousand Nine Hundred **Sixty-Eight** and ~~will be~~ ~~fully recorded on Film or~~ ~~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 **Boise, Idaho** in the County of **Ada**

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 **24th** day of **January**, A.D., 19 **68**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
HUSTLER, INC.

ARTICLE I

The name of this corporation shall be HUSTLER, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

The objects and purposes for which this corporation is formed are:
as principal, agent or otherwise, to do in any part of the world any and all
of the things hereinafter set forth to the same extent as natural persons
might or could do in furtherance thereof, but not in limitation of the general
powers conferred by the laws of the State of Idaho. We expressly provide that
this corporation shall have power:

(a) To purchase, take, hold, own acquire by operation of law
or otherwise, lease, mortgage or otherwise hypothecate any and all kinds
of real and personal property or any interest therein or appurtenant thereto,
and to sell or exchange any such real or personal property or any interest
therein, or to engage in any and all undertakings or business necessary,
proper or convenient to the improvement or betterment of any real or personal
property owned or acquired by this corporation.

(b) To manufacture, produce, trade and deal in any and all
machinery, sprockets, machine works or other appliances capable of
being manufactured, produced and traded;

(c) To carry on a general wholesale and retail business;

(d) To engage in or conduct any other manufacturing business
either wholesale or retail;

(e) To buy or sell at wholesale or retail any and all merchandise, goods, machinery or appliances sold in trade;

(f) To carry on and conduct a general contracting business;

(g) To purchase or otherwise acquire Letters Patent, licenses, inventions, rights or privileges, either in the United States or in any other part of the world and to trade and deal in the same;

(h) To act as sales agent for any other individual, partnership, association or corporation;

(i) To enter into, make, perform and carry out contracts of every kind, amount and character with any person, firm, association, partnership, private or municipal corporation or governmental agency or subdivision;

(j) To purchase, own, sell, convey, mortgage, pledge, exchange, acquire by operation of law or otherwise personal property of whatever kind or character, including, but not restricted to debts, dues demands, choses in action, evidences of debt, bonds or stocks of other corporations or otherwise, both public and private.

(k) To borrow and lend money from or to any person, firm, partnership, association or corporation, and to make and issue notes, mortgages, bonds, deeds of trust, or other evidence of indebtedness to secure payment thereof and issue debentures, containing provisions deferring the payment thereof until all other classes of debts or obligations of the corporation have been paid or provided for and making the holders of such debentures inferior in right to other classes of creditors, such debentures to be in such amount, form and with such provisions as the board of directors may prescribe.

(l) To purchase or otherwise acquire or own the corporate common or preferred stocks and bonds of any other corporation, public or private and purchase and acquire its own common stock insofar as not contrary to the constitution or laws of the State of Idaho and to sell its own corporate stock, bonds, debentures or other securities or evidence of indebtedness.

(m) To merge or consolidate with any corporation in such manner as may be permitted by law.

(n) In addition to the foregoing powers also to have the powers granted to corporations by the constitution and laws of the state of Idaho and any amendment thereto.

(o) To do and perform every act or thing necessary to carry out the above enumerated purposes calculated directly or indirectly to the advancement of the interest of said corporation, and to the enhancement of the value of its stock or property.

ARTICLE IV

The registered office of this corporation and its principal place for the transaction of its business is P. O. Box 357, Boise, Ada County, Idaho 83701, but such registered or principal office may be changed from time to time by act of the Board of Directors of this corporation.

ARTICLE V

The number of directors of this corporation shall be Three. It is not necessary that a director be a shareholder of the corporation.

ARTICLE VI

This corporation is authorized to issue two classes of shares to be designated respectively "Preferred" and "Common". The total number of shares which the corporation shall have authority to issue is One Million, Five Hundred Thousand (1,500,000). The number of Preferred Shares shall

be One Million (1, 000, 000). The par value of each of said Preferred Shares shall be One Dollar (\$1.00). The Aggregate Par Value of said Preferred Shares shall be One Million Dollars (\$1, 000, 000). The number of Common Shares shall be Five Hundred Thousand (500, 000). The par value of each of said Common Shares shall be One Dollar (\$1.00) The Aggregate Par Value of said Common Shares shall be Five Hundred Thousand Dollars (\$500, 000).

A statement of the preferences, privileges, and restrictions granted to or imposed upon the respective classes or the holder thereof is as follows:

(a) The holders of shares of preferred stock shall be entitled to receive dividends, but not exceeding Six and Three Quarters per cent (6-3/4%) of the par value of such shares, when and as declared by the Board of Directors out of funds of this corporation at the time legally available for the declaration of dividends.

Said dividends may be paid at such intervals as the Board of Directors may from time to time determine, when and as declared by the Board of Directors.

Such dividends shall be payable in preference and priority to any payment of any dividend on common shares but shall not be cumulative and no right shall accrue to holders of shares of preferred stock by reason of the fact that dividends on such shares are not, or have not been, declared in a prior period.

(b) In the event of (1) a voluntary liquidation, dissolution or winding up of this corporation, the corporation shall purchase from the holders and the holders of Preferred shares shall be entitled to receive, out of the assets of this corporation, whether such assets are capital or surplus, an amount equal to One Hundred Per Cent (100%) of the par value of such Preferred shares, before any payment shall be made or any assets distributed to the holders of Common shares; or (2) an involuntary liquidation, dissolution or winding up of this corporation, the corporation shall purchase

from the holders and the holders of Preferred shares shall be entitled to receive, out of the assets of this corporation, whether such assets are capital or surplus, an amount equal to One Hundred Per Cent (100%) of the par value of such Preferred shares before any payment shall be made or any assets distributed to the holders of Common shares. If upon such liquidation, dissolution or winding up of this corporation, whether voluntary or involuntary, the assets thus distributed among the holders of Preferred shares shall be insufficient to permit the payment to such shareholders of full preferential amounts aforesaid, then the entire assets of this corporation to be distributed shall be distributed ratably among the holders of Preferred shares. After payment or distribution to the holders of Preferred shares of the full preferential amounts aforesaid, the holders of Common shares shall be entitled to receive, ratably, all remaining assets of this corporation. A consolidation or merger of this corporation with or into any other corporation or corporations shall not be deemed to be a liquidation, dissolution or winding up, within the meaning of this clause.

(c) This corporation, at the option of the Board of Directors, may redeem the whole, or from time to time may redeem any part of the Preferred shares at any time, by paying therefor One Dollar and Five Cents (\$1.05) or such lesser amount or percentage as the corporation and Preferred shareholders may have agreed upon, such sum being hereinafter sometimes referred to as the redemption price. In case of the redemption of a part only of the outstanding Preferred shares, this corporation may by prior contract with the holder of Preferred shares or may by lot or in such other manner as the Board of Directors may determine, designate the shares to be redeemed. At least Ninety (90) days¹ previous notice by mail, postage prepaid, shall be given to the holders of record of the Preferred shares to be redeemed, such notice to be addressed to each such shareholder at his post

office address as shown by the records of this corporation. On or after the date fixed for redemption and stated in such notice, each holder of Preferred shares called for redemption shall surrender his certificate for such shares to this corporation at the place designated in such notice and shall thereupon be entitled to receive payment of the redemption price. In case less than all of the shares represented by any such surrendered certificate are redeemed, a new certificate shall be issued representing the unredeemed shares. If such notice of redemption shall have been duly given, and if on the date fixed for redemption assets necessary for the redemption shall be available therefor, then notwithstanding that the certificates evidencing any Preferred shares so called for redemption shall not have been surrendered, all rights with respect to the shares so called for redemption shall forthwith after such date cease and determine, except only the right of the holders to receive the redemption price thereof without interest upon surrender of their certificates therefor.

If, on or prior to any date fixed for redemption of Preferred shares, this corporation deposits with any bank or trust company in the City of Boise, State of Idaho, as a trust fund, assets sufficient to redeem, on the date fixed for redemption thereof, the shares called for redemption, with irrevocable instructions and authority to the bank or trust company to give notice of redemption thereof if such notice shall not previously have been given by this corporation, or to complete the giving of such notice if therefore commenced, and to pay, on and after the date fixed for redemption or prior thereto, the redemption price of the shares to their respective holders upon the surrender of their share certificates, then from and after the date of the deposit (although prior to the date fixed for redemption), the shares so called shall be deemed to be redeemed and dividends on those shares shall cease to accrue after the date fixed for redemption. The deposit shall be deemed to constitute full payment of the shares to their holders and from and after the

the date of the deposit the shares shall be deemed to be no longer outstanding, and the holders thereof shall cease to be shareholders with respect to such shares, and shall have no rights with respect thereto except the right to receive from the bank or trust company payment of the redemption price of the shares without interest, upon the surrender of their certificate therefor.

Subject to all of the rights of the Preferred shares, dividends may be paid on the Common shares, as and when declared by the Board of Directors, out of any assets of this corporation legally available for the payment of such dividends.

Common shareholders shall have one vote per share; other than as required by law, other shareholders shall have no voting rights.

ARTICLE VII

These articles may be amended as provided by the laws of the state of Idaho.

ARTICLE VIII

In furtherance and not in limitation of the powers conferred by law, the board of directors of this corporation may at any time remove any officer of the corporation either elective or appointive, by vote of a majority of the Board and from time to time may fix and vary the percentage of net profit to be reserved or retained in the business over and above paid-in capital stock before declaring dividends; said board of directors may direct and determine the use and distribution of any surplus of net profits over and above the paid-in capital stock; may fix the time for payment for dividends and unless otherwise provided herein or in the By-laws, determine the amount of any dividend to be paid; said board may also purchase property real or personal, determine and fix the value thereof, and the consideration to be paid therefor, and may authorize and issue classes and series of bonds, debentures, notes or other evidences

of indebtedness in such amounts and with such interest rates, rights and priorities as may be fixed and provided by said board of directors.

ARTICLE IX

The private property of the stockholders of the corporation shall not be subject to corporate debts.

ARTICLE X

The name and post office address of each of the incorporators is as follows:


| | |
|----------------|--|
| Walter Wencke | 3777 Gaines Street P. O. Box 10463 San Diego, California 92110 |
| Paul F. Potter | 3777 Gaines Street P. O. Box 10463 San Diego, California 92110 |
| Joe E. Blake | 3777 Gaines Street P. O. Box 10463 San Diego, California 92110 |


ARTICLE XI

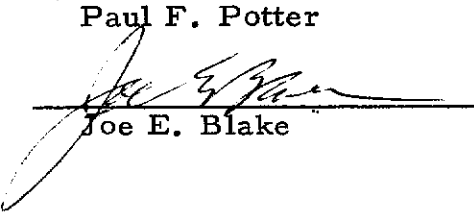
The amount of capital stock actually subscribed is as follows:

| NAME | ADDRESS | AMOUNT |
|--------------|--|----------------------------|
| CRATEO, INC. | 3777 Gaines Street P. O. Box 10463 San Diego, California 92110 | 10,000 Shares Common Stock |

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 24th day of January, 1968.


Walter Wencke


Paul F. Potter


Joe E. Blake

STATE OF IDAHO)
) ss
COUNTY OF ADA)

On this 24th day of January, 1968, before me, a Notary Public in and for said County and State, personally appeared WALTER WENCKE, PAUL F. POTTER and JOE E. BLAKE, known to me to be the persons whose names are 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 notarial seal the day and year first above written.

Notary Public in and for said
County and State
Notary Public residing at Boise, Idaho
My Commission expires January 11, 1969