



**CERTIFICATE OF INCORPORATION
OF**

OMICRON INTERNATIONAL LTD.

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 the above named corporation, 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: October 19, 1989



Pete T. Cenarrusa

SECRETARY OF STATE

by:

Elizabeth M. Balala

RECEIVED
SEC. ARTICLES OF INCORPORATION
89 OCT 13 AM 9 04 OF

Oct 13 10 54 AM '89
SECRETARY OF STATE

OMICRON INTERNATIONAL LTD.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned natural persons of lawful age and citizens of the United States, for the purpose of forming a corporation pursuant to the provisions of the Idaho Business Corporation Act (Title 30, Idaho Code) do hereby certify as follows:

FIRST

The name of the corporation is

OMICRON INTERNATIONAL LTD.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have authority to issue is: TWENTY MILLION
Such shares are to consist of one class only. The par value of each of such shares shall be TWENTY CENTS, which stocks shall not be issued until fully paid for, and once so issued shall be non-assessable.

FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is: CEDAR CREEK LANDING, BAYVIEW, IDAHO 83803

The name of the corporation's initial registered agent at such address is: MICHAEL STANDLEY

EIGHTH

The number of directors constituting the initial Board of Directors is: THREE


The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

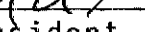
NAME MICHAEL STANDLEY Pres.


ADDRESS CEDAR CREEK LANDING, BAYVIEW, IDAHO 83803

NAME WILLIAM HOCKETT Vice-Pres.

ADDRESS S. 3419 BOWDISH RD., SPOKANE, WA. 99206


President


Vice-President


Secretary

Cecil Kelly
Notary Public for Idaho
Residing at: Oliverd, Idaho
My commission expires: 4 Nov 1991

NAME HAROLD STANDLEY Sec.

ADDRESS CEDAR CREEK LANDING, BAYVIEW, IDAHO 83803

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NINTH

The names and addresses of all incorporators are:

NAME MICHAEL STANDLEY

ADDRESS CEDAR CREEK LANDING, BAYVIEW, IDAHO 83803

NAME WILLIAM HOCKETT

ADDRESS S. 3419 BOWDISH RD., SPOKANE, WA. 99206

NAME HAROLD STANDLEY

ADDRESS CEDAR CREEK LANDING, BAYVIEW, IDAHO 83803

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____