

ARTICLES OF AMENDMENT AND RESTATEMENT
OF
ARTICLES OF INCORPORATION
OF
R & M WARD, INC.

FILED
99 JUN -6 AM 8:50
STATE OF IDAHO

MARIANNE DECKER (formerly Marianne Ward), President of R & M Ward, Inc., declares that at the annual meeting of the shareholders and Directors of said corporation held on the 20th day of February, 1999, which meeting was attended by Marianne Decker, William Dow Decker, and Constance Huntsman Decker, all of the shareholders and Directors of the corporation, a resolution was duly adopted by the shareholders and Directors setting forth an amendment to Articles First, Seventh, and Eighth of the Articles of Incorporation of the corporation filed with the Secretary of State of the State of Idaho on June 10, 1996 to change the name of the corporation, to change the registered office and agent, and to change the Board of Directors. The resolution and amendments were adopted by a unanimous vote of the shareholders and Directors present, a quorum existing. Except for the designated amendments, the following restated articles correctly set forth without change the corresponding provisions of the original Articles of Incorporation, and the Restated Articles of Incorporation, with the designated amendments, supersede the original Articles of Incorporation and all amendments thereto:

BE IT RESOLVED, that Articles First, Seventh, and Eighth of the original Articles of Incorporation of this corporation be amended, and that the Articles of Incorporation be restated to read as follows:

FIRST: The name of the corporation shall be "KIDS,

IDAHO SECRETARY OF STATE

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INCORPORATED".

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated within the State of Idaho.

FOURTH: Capital stock shall be Forty Thousand Dollars (\$40,000). The aggregate number of shares which the corporation shall have authority to issue is Forty Thousand (40,000) shares at a par value of One Dollar (\$1.00) per share. Stock shall be of one class only.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are as governed by the By-Laws.

SIXTH: There shall be a restriction on the transfer of any interest of the stock of this Corporation, and such restriction shall be governed by provisions as set forth in the By-Laws.

SEVENTH: The address of the registered office of the corporation is 3797 Henderson, Pocatello, Idaho 83201, and the name of its registered agent at such address is Marianne Decker.

EIGHTH: The number of directors shall be not less than two, and the names and addresses of the persons who are to serve as directors until the next annual meeting of shareholders or until their successors are elected and qualified are:

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|---------------------------|--|
| Marianne Decker | 3797 Henderson Pocatello, Idaho 83201 |
| William Dow Decker | 6670 Schuster Las Vegas, NV 89118 |
| Constance Huntsman Decker | 6670 Schuster Las Vegas, NV 89118 |

