

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

STAFF LEASING NORTHWEST, INC.

File Number C 75086

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of STAFF LEASING NORTHWEST, INC., changing the corporate name to CYBER-IDAHO, INC., duly executed 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 Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: July 17, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By

A handwritten signature of Pete T. Cenarrusa, which appears to be "Pete T. Cenarrusa" followed by a stylized "D" and "W".

Jan 10 1995 AM '95

JUL 13 10:35 AM '93 SECOND ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
SECRETARY OF STATE OF IDAHO OF
CYBER-IDAHO, INC. f/k/a STAFF LEASING NO.

JUL 11 3 03 PM '95

SECRET//
STATE//
SUBJECT: INC

7 These Second Articles of Amendment to the Articles of
8 Incorporation of CYBER-IDAHO, INC., f/k/a STAFF LEASING
9 NORTHWEST, INC., an Idaho corporation, adopted by the sole
10 shareholder pursuant to the provisions of the Idaho Business
11 Corporation Act, are herein executed by said corporation as
12 follows:

13 1. The name of the corporation is changed to CYBER-IDAHO,
14 INC.

15 2. The following articles are hereby added to the original
16 Articles of Incorporation, and any amendments:

ARTICLE VI.

1. Director Liability: A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for conduct as a director, except for:

(a) acts or omissions which involve intentional misconduct by the director or a knowing violation of law by the director;

(b) conduct violating any statutory distributions by the corporation (which involves certain distributions by the corporation); or

(c) any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled.

If the Idaho Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Idaho Business Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the stockholders of the corporation shall not adversely affect any right or protection of a director of the Corporation with respect to any acts or

IDAHOT SECRETARY OF STATE

$$10 \cdot 30,00 = 30,00$$

Articles of Amendment

1

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CLARKSTON, WA 99403
(509) 758-2501

1 omissions of such director occurring prior to such
2 appeal or modification.

3
4 2. Indemnification. The corporation shall
5 indemnify and advance expenses to its directors and
6 officers as follows:

7
8 The corporation may indemnify its directors and
9 officers to the full extent permitted by the Idaho
10 Business Corporation Act now or hereafter in force.
11 However, such indemnity shall not apply on account of:
12 (a) acts or omissions of the director and officer
13 finally adjudged to be intentional misconduct or a
14 knowing violation of law; (b) conduct of the director
15 and/or officer finally adjudged to be in violation of
16 any statutory distributions, or (c) any transaction
17 with respect to which it was finally adjudged that such
18 director and officer personally received a benefit in
19 money, property, or services to which the director was
20 not legally entitled.

21
22 3. Implementation. The Board of Directors may
23 take such action as is necessary to carry out these
24 indemnification and expense advancement provisions. It
25 is expressly empowered to adopt, approve, and amend
26 from time to time such bylaws, resolutions, contracts,
27 or further indemnification and expense advancement
28 arrangements as may be permitted by law, implementing
29 these provisions. Such bylaws, resolutions, contracts,
30 or further arrangements shall include, but not be
31 limited to implementing the manner in which
32 determinations as to any indemnity or advancement of
33 expenses shall be made.

34
35 4. Service for Other Entities. The indemnification
36 and advancement of expenses provided under
37 this Article shall apply to directors and officers of
38 the Corporation for both (a) service in such capacities
39 for the Corporation, and (b) service at the
40 Corporation's request as a director, officer, partner,
41 trustee, employee, or agent of another foreign or
42 domestic corporation, partnership, joint venture,
43 trust, employee benefit plan, or other enterprise. A
44 person is considered to be serving an employee benefit
45 plan at the Corporation's request if such person's
46 duties to the Corporation also impose duties on, or
47 otherwise involve services by, the director to the plan
48 or to participants in or beneficiaries of the plan.

49
50 The corporation has the power to indemnify, and to
51 purchase and maintain insurance for, its directors,

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1 officers, trustees, employees, and other persons and
2 agents, and (without limiting the generality of the
3 foregoing) shall indemnify its directors against all
4 liability, damage, and expenses arising from or in
5 connection with service for, employment by, or other
6 affiliation with this corporation or other firms or
7 entities to the maximum extent and under all
8 circumstances permitted by law.
9

10 ARTICLE VII.

11 Shareholders of the corporation shall not have
12 cumulative voting rights for directors.
13

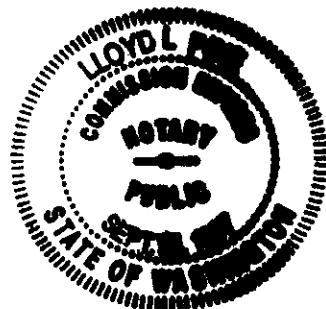
14 3. The date of the adoption of said amendment by the Board
15 of Directors of the corporation is July 10, 1995.

16 DATED this 10th day of July, 1995.

17 CYBER-IDAHO, INC.

18 
19 James M. Lowther, Jr., President
20
21
22

23 SUBSCRIBED AND SWORN to before me this 10th day of
24 July, 1995.



25 
26 Notary Public in and for the State
27 of Washington, residing at
28 Clarkston
29 Commission expires: 9/26/97
30
31
32