



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES 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

PEM, INCORPORATED

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the *30th* day of *June* 19 *76*, original articles of amendment, as provided by Section *30-146 and 30-147, Idaho Code, increasing the authorized capital to \$100,000.00*

and that the said articles of amendment contain the statement of facts required by law, and are ~~will be~~ recorded on ~~Film No.~~ *microfilm* of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 *June*, A. D., 19 *76*.

Secretary of State

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ARTICLES OF AMENDMENT OF
STATE

OF

PEM, INCORPORATED

The undersigned shareholders of PEM, INCORPORATED, at a duly called annual meeting of said shareholders at the corporate offices in Kellogg, Idaho, on the 29th day of June, 1974, adopted the following Resolution by more than two-thirds' of the voting power of all shareholders according to the provisions of Section 30-146 I.C. as amended:

"BE IT RESOLVED by the undersigned shareholders of PEM, INCORPORATED, representing more than two thirds' of the voting power of all shareholders, that ARTICLE V, Section 1, of the Articles of Incorporation of Pem, Incorporated, be amended to read as follows:

ARTICLE V

Capital Stock.

1. The total authorized number of shares shall be One Hundred Thousand (100,000) Shares, with a par value of One Dollar (\$1.00) each, lawful money of the United States of America, aggregating a dollar value of corporate capitalization in the sum of One Hundred Thousand Dollars (\$100,000.00)."

<u>Shareholder</u>	<u>Shares Owned</u>
<u>Donald D. Rumpel</u> Donald D. Rumpel	4,125
<u>Delbert O. Rumpel</u> Delbert O. Rumpel	5,625
<u>Glen M. Whitesel</u> Glen M. Whitesel	600
<u>A. V. Greer</u> A. V. Greer	500

<u>J. G. Giles</u> J. G. Giles	600
<u>Gene Clark</u> Gene Clark	50
<u>Bruce Rumpel</u> Bruce Rumpel	150
<u>Ray Haas</u> Ray Haas	100
<u>R. M. Robson</u> R. M. Robson	150
<u>Lyle Daverin</u> Lyle Daverin	1,750

TOTAL ISSUED SHARES 13,650

"BE IT FURTHER RESOLVED that the corporate attorney proceed with the preparation for filing of the amendment adopted immediately; and

BE IT FURTHER RESOLVED that the additional fifty thousand (50,000) shares of capital stock be made available for public issue according to the laws of the State of Idaho for intra-state sales at the rate of \$2.50 per share."

Adopted this 29th day of June, 1974.

PEM, INCORPORATED

By Donald D. Rumpel
President

Attest:

Wm. Green
Secretary

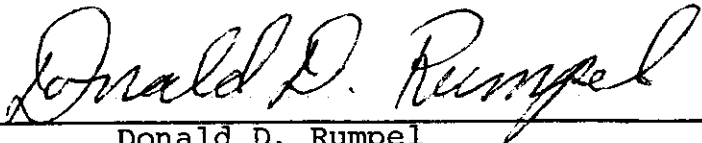
(Corporate Seal)

STATE OF IDAHO)
: ss.
COUNTY OF SHOSHONE)

DONALD D. RUMPEL, being first duly sworn on oath,

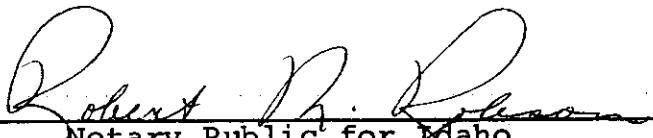
deposes and says:

That he is the President of PEM, INCORPORATED;
that he has read the foregoing Articles of Amendment, and
knows the contents thereof, and that the same is true of his
own knowledge.



Donald D. Rumpel

SUBSCRIBED and SWORN to before me this 29th day of June, 1974.



Notary Public for Idaho