



ARTICLES OF AMENDMENT

(General Business)

FILED/EFFECTIVE

To the Secretary of State of the State of Idaho

Pursuant to Title 30, Chapter 1, Idaho Code, the undersigned corporation amends its articles of incorporation as follows:

JAN 22 12 35 PM '02

SEC. 1
S.F.T.

1. The name of the corporation is: LAYNE OF IDAHO, INC.

2. The text of each amendment is as follows:

"ARTICLE III. The aggregate number of shares which the corporation shall have authority to issue is 200 shares, at no par value."

3. The date of adoption of the amendment(s) was: January 1, 2002

4. Manner of adoption (check one):

The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, Idaho Code, and was, therefore, adopted by the board of directors.

None of the corporation's shares have been issued and was, therefore, adopted by the incorporator board of directors.

The number of shares outstanding and entitled to vote was 80

The number of shares cast for and against each amendment was:

<u>Amended article</u>	<u>Shares for</u>	<u>Shares against</u>
III	80	0

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Dated: January 21, 2002

Signed by: John R. Jantz
Its President

(Capacity of signer)

IDAHO SECRETARY OF STATE
01/23/2002 05:00
CK: 97627 CT: 27865 BH: 441571
1 @ 30.00 = 30.00 AMEND PROF # 2
C50949