

FILED EFFECTIVE

2003 SEP 22 PM 2:05
CLERK OF IDAHO

ARTICLES OF AMENDMENT

THE UNDERSIGNED, THOMAS J. FLISS and ROBERT FANUS, acknowledge that they are the sole shareholders of all the corporate stock of Ace Outfitters Ltd., of HC 01 Box 102, White Bird, ID 83554. Linda Randel is the president of the corporation and Linda Randel is the secretary of the corporation. The shareholders joined by the president and secretary execute these Articles of Amendment pursuant to Title 30 Chapter 1 of the Idaho Code as Shareholders and Officers. That the Articles of Incorporation shall be amended to read as follows:

Corporate Name: The name of this corporation shall be changed from Ace Outfitters Limited to Maxwell Creek Outfitters, Inc.

In all other particulars, the original Articles of Incorporation shall remain in full force and effect, including the location and address of the registered office and registered agent, without change.

These amendments are provided in duplicate pursuant to the provisions of Idaho Code Section 30-1-1003.

Furthermore, the corporation sets forth as follows:

- a) Pursuant to Idaho Code Section 30-1-401 the current name of the corporation is Ace Outfitters Limited.
- b) The amendment so adopted is set forth above.
- c) The date of the adoption of the amendment by the shareholders was the 19th day of September, 2003 and has been signed by the shareholders and officers.
- d) The number of shares outstanding at this time is two and both shares voted for the amendment and there was no change in the classification of shares and there is no effect on the stated capital of the corporation or the par value in any fashion.

WHEREFORE, the foregoing amendment is submitted to the Secretary of State.

Robert Fanus
ROBERT FANUS, Shareholder

Thomas J. Fliss
THOMAS J. FLISS, Shareholder

Linda Randel
LINDA RANDEL, President

Linda Randel
IDAHO SECRETARY OF STATE
09/23/2003 05:00
CK: 5572 CT: 3526 BH: 702968
1 @ 30.00 = 30.00 AMEND PROF # 2

ARTICLES OF AMENDMENT - 1

C123978


STATE OF PA)
County of Lancaster)^{ss}

Notarial Seal
Chad Michael Boyer, Notary Public
Elizabethtown Boro, Lancaster County
My Commission Expires Oct. 17, 2005

On this 15 day of September, 2003, before me, a Notary Public in and for said County and State, personally appeared ROBERT FANUS, known to me to be the person whose name is subscribed to the within instrument and he acknowledged to me that he freely executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

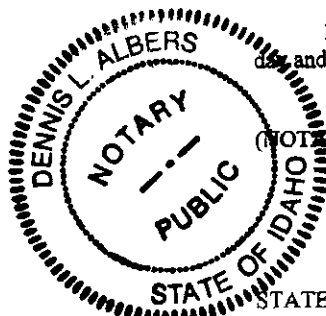
(NOTARY SEAL)


Notary Public for the State of PA
Residing at 112 S. Market St. Elizabethtown PA 17022
My commission expires 10-17-05

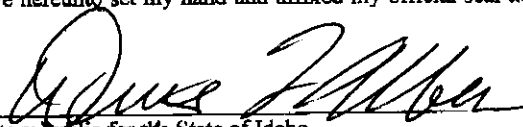
STATE OF IDAHO)
County of Idaho)^{ss}

On this 18th day of September, 2003, before me, a Notary Public in and for said County and State, personally appeared THOMAS J. FLISS, known to me to be the person whose name is subscribed to the within instrument and he acknowledged to me that he freely executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



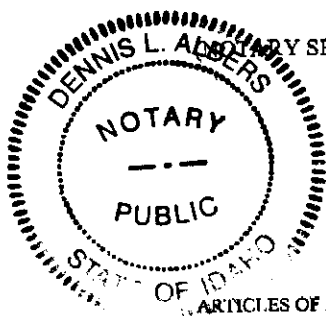
(NOTARY SEAL)


Notary Public for the State of Idaho,
Residing at Summit, therein.
My commission expires 12-26-2006

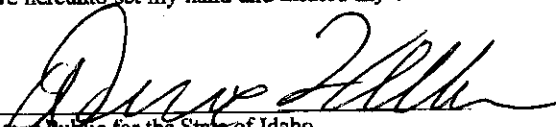
STATE OF IDAHO)
County of Idaho)^{ss}

On this 19th day of September, 2003, before me, a Notary Public in and for said County and State, personally appeared LINDA RANDEL, President of Ace Outfitters Ltd., known to me to be the person whose name is subscribed to the within instrument and she acknowledged to me that she freely executed the same for and on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



(NOTARY SEAL)

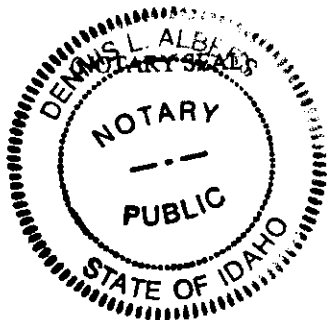

Notary Public for the State of Idaho,
Residing at Summit, therein.
My commission expires 12-26-2006

ARTICLES OF AMENDMENT - 2

STATE OF IDAHO)
County of Idaho) ss

On this 19th day of September, 2003, before me, a Notary Public in and for said County and State, personally appeared Linda Randal, Secretary of Ace Outfitters Ltd., known to me to be the person whose name is subscribed to the within instrument and he/she acknowledged to me that he/she freely executed the same for and on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



Dennis L. Albers
Notary Public for the State of Idaho
Residing at Coarseville, therein.
My commission expires 12-21-06.