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ARTICLES OF AMENDMENT/D/EFFECTIVE ARTICLES OF ORGANIZATION LIMITED LIABILITY COMPANY

NO SEP -6 PM 3: 52

SECRETARY OF STATE
STATE OF IDAHO

(Instructions on back of application)

1. The name of the limited liability company is: OutSoft, LLC

2. The date the articles of organization were filed was: Oct. 9, 1997

COMPLETE ONLY THE APPLICABLE ITEMS

3. The name of the limited liability company is amended to read: _____

4. The latest date certain upon which the limited liability company will dissolve is amended to read: _____

5. The management of the limited liability company shall henceforth be vested in

Manager(s) Members.

6. The information on managers/members shall be amended as follows:

Name:	Address:	Add:	Delete:	Other:
<u>Nancy Despain</u>	<u>1027 N. Blacktail Pl. Boise, ID 83703</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<u>manager</u>
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	_____
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	_____
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	_____
_____	_____	<input type="checkbox"/>	<input type="checkbox"/>	_____

7. Signature of at least one manager, if any, or at least one member.

Jeff Despain manager
 _____ Capacity
 _____ _____
 _____ Capacity
 _____ _____
 _____ Capacity
 _____ _____
 _____ Capacity

Secretary of State use only

IDAHO SECRETARY OF STATE

09/07/2000 09:00
 CK: 1718 CT: 135654 BH: 346621

1 @ 30.00 = 30.00 ORGAN AMEN # 2

W 4783