



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

CONSULTING ENGINEERS OF IDAHO, INC.

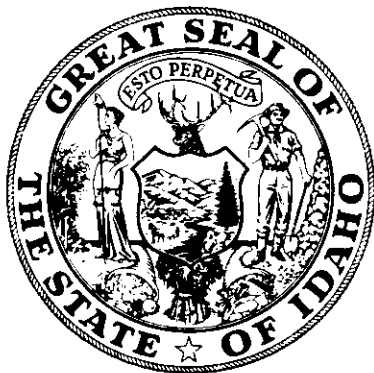
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

CONSULTING ENGINEERS OF IDAHO, INC.

duly signed and verified pursuant to the provisions of the Idaho Nonprofit 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 August 1, _____, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

RECEIVED

'80 AUG 1 AM 8 46

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
CONSULTING ENGINEERS OF IDAHO, STATE

Pursuant to the provisions of Section 30-326 of the Idaho Nonprofit Corporation Act, Consulting Engineers of Idaho, Inc., has adopted the following Articles of Amendment to its Articles of Incorporation:

I.

The name of the corporation is Consulting Engineers of Idaho, Inc.

II.

Article VII and Article VIII of the Articles of Incorporation were amended by the members of the corporation as follows:

VII.

This corporation shall not issue capital stock, but shall issue membership certificates to each member thereof, which certificates cannot be assigned so that the transferee thereof can by such transfer become a member of the association, except by resolution of the Board of Directors and under such regulations as the bylaws may prescribe. There shall be three classes of membership, firm, individual and life. Consulting engineering and/or land surveying firms having established offices in the state of Idaho and meeting the other requirements for firm membership set forth in the bylaws shall be eligible for firm membership. Engineers or land surveyors having an interest in a member firm, being designated as individual members of a firm, and meeting the other requirements for individual membership, as set forth in the bylaws, shall be eligible for individual membership. Retired engineers or land surveyors, 55 years of age or older, having been individual members at the time of their retirement, and meeting the other requirements for life membership, as set forth in the bylaws, shall be eligible for life membership when recommended by the Board of Directors.

VIII.

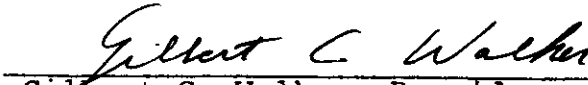
Each firm member of this corporation shall designate its voting representative in accordance with the bylaws; only firm members and life members may vote.

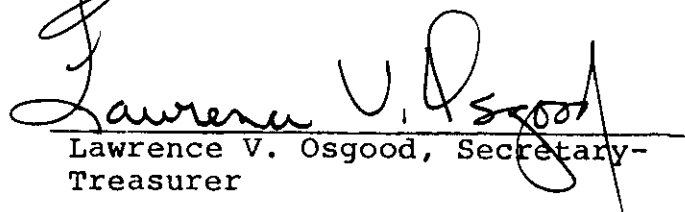
III.

The above amendments were adopted by the members of the corporation at the annual meeting of the members on April 1, 1979. A quorum of the members was present at such meeting, and the above amendments received at least a majority of the votes which the members present at such meeting in person or by proxy were entitled to cast.

IN WITNESS WHEREOF, the foregoing Articles of Amendment to the Articles of Incorporation of Consulting Engineers of Idaho, Inc., in triplicate original, are hereby adopted.

DATED this 26th day of June, 1980.

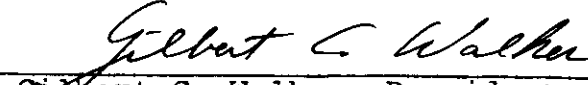

Gilbert C. Walker, President

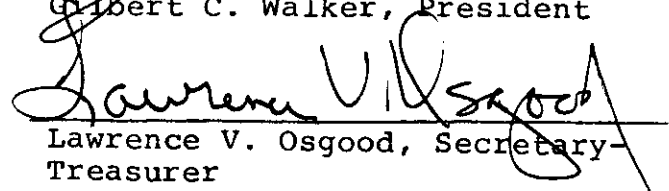

Lawrence V. Osgood, Secretary-Treasurer

STATE OF IDAHO)
)
County of Ada)

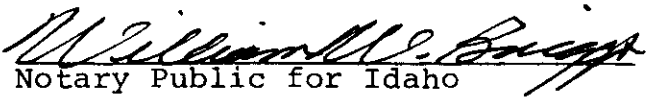
GILBERT C. WALKER and LAWRENCE V. OSGOOD, being first duly sworn, depose and say:

That they are the President and Secretary-Treasurer, respectively, of Consulting Engineers of Idaho, Inc., an Idaho nonprofit corporation, and are the persons who executed the above and foregoing Articles of Amendment to the Articles of Incorporation of Consulting Engineers of Idaho, Inc., and that the facts set forth in said Articles of Amendment are true and correct.


Gilbert C. Walker, President


Lawrence V. Osgood, Secretary-Treasurer

SUBSCRIBED AND SWORN to before me this 26th
day of June, 1980.


Notary Public for Idaho
Residence: