



Department of State.

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

PETE T. CENARRUSA
I, ~~ARNOLD WILLIAMS~~, 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

UNION WAREHOUSE AND MERCANTILE COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed
in this office on the **14th** day of **March** 19 **72**,
original articles of amendment, as provided by Section **30-146 and 30-147, Idaho Code,**
changing by Amendment Article V, Section 3

and that the said articles of amendment contain the statement of facts required by law, and are
~~to be~~ recorded on ~~Film~~ **Nonmicrofilm** 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 **14th** day of ,
A. D., 19 **72**.

Secretary of State

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION
of
UNION WAREHOUSE & MERCANTILE COMPANY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, president and secretary of the Union Warehouse & Mercantile Company, a cooperative marketing association, of Craigmont, Lewis County, State of Idaho, both citizens of the United States and bona fide residents of the State of Idaho, whose names are hereunto subscribed, do hereby certify to the following Articles of Amendment to the Articles of Incorporation, and further certify as follows:

That the Board of Directors of the Union Warehouse & Mercantile Company, at a special meeting held at 7:00 P.M. on the 23rd day of June, 1971, all members being present, unanimously voted to and did adopt a resolution for submission for vote to the stockholders of said corporation calling for amendment to Article V, Section 3 of the Articles of Incorporation as hereinafter set forth.

That thereafter a regular meeting of the stockholders of said corporation was held at 7:30 P.M. on the 23rd day of June, 1971 at Craigmont, Idaho, pursuant to notice as required by law, which notice was deposited in the United States post office at Craigmont, Idaho, properly posted with postage prepaid at least ten (10) days before the time fixed for such meeting, properly addressed to each member in the manner provided by the bylaws of the corporation; that in said notice of meeting, the date, place and purpose of calling said meeting was specified; and that at said regular meeting, more than a quorum of the stockholders of said corporation were present in person, and that by resolution duly and regularly adopted at said meeting by the necessary affirmative vote of all of the stockholders of said corporation present and voting, Article V, Section 3 of the Articles of Incorporation was amended to read as hereinafter set forth.

That this certificate of amendment and the Articles of Amendment have been signed and sworn to by the president and secretary of the corporation in their capacity as officers, as well as directors of said corporation, pursuant to Sections 22-2609 and 30-147, Idaho Code and the requirements therein for filing amended Articles of Incorporation.

That the amendment to Article V, Section 3 of the Articles of Incorporation is as follows:

ARTICLES OF AMENDMENT
of the
ARTICLES OF INCORPORATION
of
UNION WAREHOUSE & MERCANTILE COMPANY

Pursuant to the provisions of Idaho Code 22-2609 of the Cooperative Marketing Act and 30-147 of the General Business Corporation Act, the Union Warehouse & Mercantile Company, a cooperative marketing association adopted the following amendment of its Articles of Incorporation on the 23rd day of June, 1971.

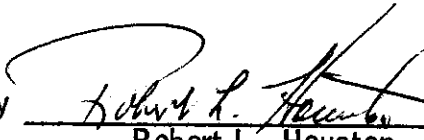
Article V, Section 3 was amended to read as follows:

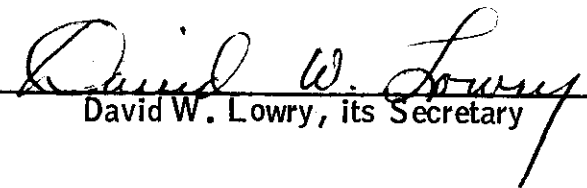
SECTION 3. The preferred stock of this corporation may be owned or held by anyone, shall carry no voting rights, and may be transferred only on the books of the corporation. Preferred stock may be issued, redeemed and re-issued from time to time by the Board of Directors or as prescribed by the bylaws of the corporation, and on the failure to deliver the certificate or certificates evidencing any such stock, the corporation may cancel the same on its books. Stock which has been redeemed may, in the discretion of the Board of Directors, be re-issued or retired. Such preferred stock so redeemed shall not bear dividends after it has been called for redemption. Non-cumulative dividends of not to exceed eight per cent (8%) per annum may be paid thereon, when, if and as declared by the Board of Directors. At the discretion of the Board of Directors, all dividends or distributions of the corporation or any part thereof may be paid in certificates of preferred stock and/or credits on preferred stock, or in interim certificates representing fractional parts thereof, subject to conversion into full shares, or in credits in the Capital Fund, if such fund is existing under the bylaws of the corporation.

Notwithstanding any of the foregoing provisions, the Board of Directors shall have the power, from time to time and at any time, to pay off or retire or secure a release or satisfaction of any preferred stock certificates to compromise or settle a dispute between a holder thereof and the corporation. Upon dissolution or distribution of the assets of the corporation, the holders of all preferred stock shall be entitled to receive the par value of their stock, plus any dividend declared thereon and unpaid before any distribution is made on the common stock.

Dated this 23rd day of June, 1971.

UNION WAREHOUSE & MERCANTILE COMPANY

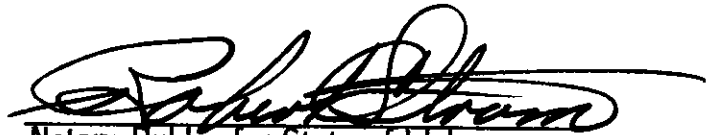
By 
Robert L. Houston, its President

And 
David W. Lowry, its Secretary

STATE OF IDAHO)
 : ss.
County of Lewis)

On this 23rd day of June, 1971, before me, Robert C. Strom, a Notary Public in and for the State and County aforesaid, personally appeared ROBERT L. HOUSTON and DAVID W. LOWRY, known to me to be the President and Secretary respectively, of the Union Warehouse & Mercantile Company, and acknowledged to me that they executed the foregoing Certificate of Amendment and Articles of Amendment to the Articles of Incorporation of said corporation, and that the same are true and correct.

IN WITNESS WHEREOF, I ~~have~~ hereunto set my hand and notarial seal the day and year herein first above written.


Notary Public for State of Idaho
Residing at Craigmont, Idaho