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SECRETARY OF STATE  
STATE OF IDAHO

C152800

update  
Officers

October 7, 2009

Office of the Secretary of State  
700 West Jefferson  
P.O. Box 83720  
Boise, ID 83720-0080

Re: **INLAND MARINE CONSTRUCTION, INC.**

Dear Sir/Madam:

Please find attached to this letter an approval of corporate action for **INLAND MARINE CONSTRUCTION, INC.**, an Idaho corporation. The effect of this document is to:

1. Remove **CLYDE F. DILLON** and **MARTY B. DILLON** as Directors and Officers of the Corporation.

2. **JOSEPH T. NAPIER** shall hereafter hold the offices of President, Secretary and Treasurer of the Corporation.

3. **FRANK WALLACE** shall hereafter be added as a Director of the Corporation.

The address of all officers and directors of the Corporation is P.O. Box 2524, McCall, Idaho 83638.

It is my understanding that there is no filing fee due for this action. Thank you for your assistance. If you have any questions, please contact me by phone or e-mail prior to returning the documentation

Sincerely,

  
John Hucks

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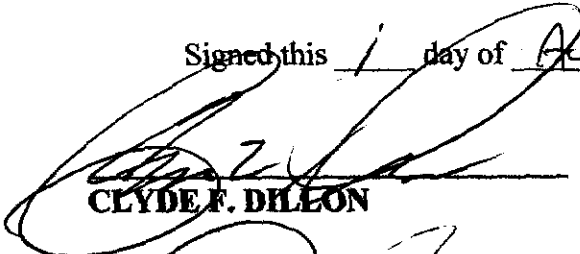
SECRETARY OF STATE  
STATE OF IDAHO

**OFFICER, SHAREHOLDER AND BOARD APPROVAL OF  
TRANSFER, CANCELLATION AND REISSUANCE OF STOCK  
AND OTHER CORPORATE ACTIONS**

The undersigned, constituting all of the officers, shareholders and members of the board of directors of **INLAND MARINE CONSTRUCTION, INC.**, an Idaho corporation hereby waive all notice and formal meetings, and approve and ratify the following corporate actions described below:

1. Transfer of all common stock (10 shares) currently owned by **CLYDE F. DILLON and MARTY B. DILLON, husband and wife** for good and valuable consideration to **JOSEPH T. NAPIER and AMY D. NAPIER, husband and wife**, such that they shall be the sole stockholders in the Corporation.
2. Cancellation of Stock Certificate No. 1 in the original amount of Forty (40) shares issued to **JOSEPH T. NAPIER and AMY D. NAPIER, husband and wife**, and Stock Certificate No 2 in the original amount of Ten (10) shares issued to **CLYDE F. DILLON and MARTY B. DILLON, husband and wife**.
3. Replacement and Reissuance of Stock Certificates No. 1 and No. 2 with Stock Certificate No. 3 in the amount of Fifty shares issued to **JOSEPH T. NAPIER and AMY D. NAPIER, husband and wife**.
4. **CLYDE F. DILLON and MARTY B. DILLON, husband and wife** as Seller, and **JOSEPH T. NAPIER and AMY D. NAPIER, husband and wife**, as Buyer, representing all of the officers, directors and shareholders of the Corporation hereby authorize completion of all documentation and issuance of stock certificates necessary to complete said transaction.
5. **CLYDE F. DILLON and MARTY B. DILLON** shall hereafter resign as Directors and Officers of the Corporation.
6. **JOSEPH T. NAPIER** shall hereafter hold the offices of President, Secretary and Treasurer of the Corporation.
7. **FRANK WALLACE** shall hereafter be added as a Director of the Corporation.
8. **JOSEPH T. NAPIER** is hereafter authorized to file the necessary Articles of Amendment with the Idaho Secretary of State to document the foregoing actions.

Signed this 1 day of August, 2009, effective August 1, 2009.

  
CLYDE F. DILLON

  
MARTY B. DILLON

  
JOSEPH T. NAPIER

  
AMY D. NAPIER

  
FRANK WALLACE