



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, 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

BROTHERTON'S, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the 28th day of September 19 72 , original articles of amendment, as provided by Section s 30-146 and 30-147, Idaho Code, amending Article II, paragraph (f)

and that the said articles of amendment contain the statement of facts required by law, and are /to be recorded on ~~Film No.~~ microfilm 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 28th day of September , A. D., 19⁷² .

Secretary of State

BROTHERTON'S, INC.

STATE OF IDAHO)

: SS.

County of NEZ PERCE)

E. A. BROTHERTON and LaFERN I. BROTHERTON, being respectively

That pursuant to Idaho Code §30-146, the stockholders of

Brotherton's, Inc., did execute in writing a document entitled "Stock-

holders' Assent to Amendment of Articles of Incorporation of Brotherton's,

Inc.", amending the Articles of Incorporation of said corporation; that

a true and correct copy of said document is, in words and figures, as

follows, to-wit:

"KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being the stockholders of record of the capital stock of BROTHERTON'S, INC., a corporation, organized and existing under and by virtue of the laws of the State of Idaho, do hereby give our written consent pursuant to the provisions of Idaho Code §30-146, to the amendment of the Articles of Incorporation of said corporation and do hereby agree that said Articles be, and the same are hereby, amended as follows, to-wit:

That Paragraph (f) of Article II, on Page 3, of said Articles of Incorporation, be deleted in its entirety and that there be substituted in lieu thereof the following:

"(f) The corporation may redeem issued and outstanding stock of the corporation and in the event of any redemption of shares of stock the legal title of such shares of stock, when acquired, shall vest in the company and shall thereafter be subject to control of the shareholders, who may make whatever disposition thereafter they deem fit upon vote of the majority of all remaining shares, and that for the purpose of redemption of its stock, the company may use, apply and commit any available funds, including commitment of funds by way of future earnings."

We do hereby further authorize the officers and directors of the corporation to take all further steps and acts necessary to effect the amendment of the corporation Articles of Incorporation as hereinabove provided.

Each of us does further affirm that he or she is the record holder of a number of shares of stock set under his or her name.

IN WITNESS WHEREOF, we have hereunto set our hands and
seals this day of September, 1972.

E. A. Brotherton (SEAL)
E. A. BROTHERTON
151 Shares

LaFERN I. Brotherton (SEAL)
LaFERN I. BROTHERTON
149 Shares"

That there are presently three hundred (300) shares of corporate stock of said corporation issued and outstanding and that the stock represented by the stockholders executing said document was three hundred (300) shares, constituting all of the issued and outstanding stock of the corporation; and that by executing said document the stockholders of record unanimously and by more than a two-thirds vote have assented in writing to the amendment of the Artticles of Incorporation in the manner hereinabove provided, all of which is done pursuant to Idaho Code §30-146.

E. A. Brotherton (SEAL)
E. A. BROTHERTON

LaFERN I. Brotherton (SEAL)
LaFERN I. BROTHERTON

SUBSCRIBED AND SWORN to before me this 26TH day of September, 1972.

Robert V. Brown
Notary Public in and for the State of
Idaho, Residing at Lewiston, therein.

(S E A L)