

State of Idaho

Department of State

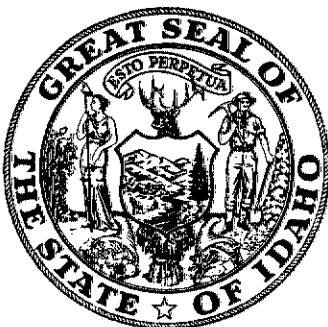
CERTIFICATE OF AMENDMENT OF

ACTION ENTERPRISES, INC.
File Number C 106828

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 ACTION ENTERPRISES, INC. duly executed pursuant to the provisions of the Idaho Business 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: June 2, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *L. D. Dumas*

JUN 2 4 24 PM '95

SECRETARY OF ~~AMENDED~~ AND RESTATED

ARTICLES OF INCORPORATION

OF

ACTION ENTERPRISES, INC.

IDAHO SECRETARY OF STATE
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Pursuant to the provisions of Sections 30-1-61 and 30-1-64 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Amended and Restated Articles of Incorporation, which amend the original Articles of Incorporation by adding a provision with respect to pre-emptive rights.

First: The following Amended and Restated Articles of Incorporation were adopted by the Board of Directors of the corporation on May 30, 1995, in the manner prescribed by the Idaho Business Corporation Act:

I

The name of this corporation is Action Enterprises, Inc.

II

The period of existence and duration of the life of this corporation shall be perpetual.

III

The address of the registered office of this corporation is 624 W. Myrtle, Boise, Idaho, 83702. The name of the registered agent at such address is Daniel J. Stout.

IV

The nature of the business and the object and purpose of this corporation shall be as follows:

The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

V

The total authorized number of shares of this corporation shall be One Hundred (100) shares, each of no par value, which said shares shall be common stock and shall not be subject to assessment.

VI

The Board of Directors shall consist of two (2) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as may be provided by the Bylaws.

The following persons are named directors of the corporation to serve until their successors are elected and qualified:

<u>Name</u>	<u>Address</u>
Daniel J. Stout	375 Winged Foot Pl. Eagle, Idaho 83616
Eddie A. Wilson	3351 S. Peoria Way Meridian, Idaho 83642

VII

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for, or otherwise acquire any shares of the Corporation now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares.

All or any meetings of the shareholders, or of the Board of Directors, may be held within or without the State of Idaho.

Second: These Amended and Restated Articles of Incorporation supersede and replace in all respects the original Articles of Incorporation filed on June 30, 1994.

Third: No shares of the corporation have been issued.

DATED this 30 day of May, 1995.

ACTION ENTERPRISES, INC.

By: 
Daniel J. Stout, Director

By: 
Eddie A. Wilson, Director

IN WITNESS WHEREOF, I have signed duplicate originals of these Amended and Restated Articles of incorporation this 30 day of May, 1995.

By: 
Daniel J. Stout, Director

STATE OF IDAHO)
) ss.
COUNTY OF Ada)


30th I, Shawna Marcuse, a notary public, do hereby certify that on this day of May, 1995, personally appeared before me Daniel J. Stout, who, being by me first duly sworn, declared that he is a Director of Action Enterprises, Inc., that he signed the foregoing document as Director of the corporation, and that the statements therein contained are true.


NOTARY PUBLIC for said State

Residing at: BOISE, ID
My Commission Expires: 2-14-97

STATE OF IDAHO)
COUNTY OF Ada) ss.

30th I, Shawna Marcussen, a notary public, do hereby certify that on this day of May, 1995, personally appeared before me Eddie A. Wilson, who, being by me first duly sworn, declared that he is a Director of Action Enterprises, Inc., that he signed the foregoing document as Director of the corporation, and that the statements therein contained are true.


NOTARY PUBLIC for said State
Residing at: BOISE, ID
My Commission Expires: 2-14-97