



ARTICLES OF AMENDMENT (General Business)

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 1, Idaho Code, the undersigned
corporation amends its articles of incorporation as follows:

DEC 21 AM 9:15

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

Kearns, McGinnis & Vandenberg, Inc.

If the corporation has been administratively dissolved and the corporate name is no longer available for use, the amendment(s) below must include a change of corporate name.

2. The text of each amendment is as follows:

Article VI of the Articles of Incorporation shall be amended in its entirety to read as follows:

ARTICLE VI.

The number of directors constituting the board of directors of the Corporation is at least three (3) and no more than four (4). The name and mailing address of the person(s) who are to serve as directors until their successors are elected and shall qualify are Stephen T. Kearns, Erin McGinnis, Victor Vandenberg and Robin Kearns, P.O. Box 3233, Ketchum, Idaho, 83340.

3. The date of adoption of the amendment(s) was: December 19, 2012

4. Manner of adoption (check one):

- ☒ The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, 30-1-1005 and 30-1-1006, Idaho Code, and was, therefore, adopted by the board of directors.
- ☐ None of the corporation's shares have been issued and was, therefore, adopted by the
☐ incorporator ☐ board of directors.
- ☐ Approval by the shareholders is required and the shareholders duly approved the amendment(s) as required by either Title 30, Idaho Code or by the Articles of Incorporation.

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Dated: 12/19/12

Signed: [Signature]

Typed Name: Stephen T. Kearns

Capacity: President

plm/s/arts of amendment
at business.pmd Revised 11/2004
Web Form

100514

IDAHO SECRETARY OF STATE
12/21/2012 05:00
CK: 4831 CT: 277492 BH: 1352531
1 @ 30.00 = 30.00 AMEND PROF # 2