

# State of Idaho

## Department of State.

### CERTIFICATE OF AMENDMENT OF

**AUDYNE U.S.A., INC.**

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 \_\_\_\_\_

**AUDYNE U.S.A., INC.**

duly signed and verified 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 December 16, 19 82



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

RECEIVED  
ARTICLES OF AMENDMENT

AUDYNE U.S.A., INC.

December 14, 1982

DEC 16 AM 10 13  
SECRETARY OF  
STATE

Pursuant to the provisions of the Idaho Business Corporation Act, Section 30-1-59 and 30-1-61, the following Articles of Amendment were adopted by resolution by the undersigned incorporator which state:

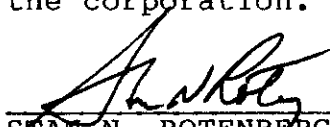
1. The name of the corporation is Audyne U.S.A., Inc.

2. Article IV of the Articles of Incorporation shall be amended to read:

"The total number of shares of stock which this corporation is authorized to issue is 10,000,000 shares without par value."

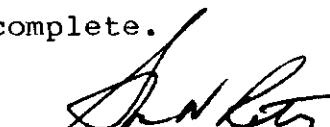
3. The amendment mentioned in No. 2 above, was adopted on December 14, 1982 by the undersigned incorporator.

4. As of the date of adoption of the amendment, there were no shares outstanding in the corporation.

  
STAN N. ROTENBERG  
Incorporator


V E R I F I C A T I O N

I, STAN N. ROTENBERG, declare under penalty of perjury, that I am the person executing the foregoing Articles of Amendment as the incorporator, that I have examined the same, and that to the best of my knowledge and belief, the information contained therein is true, correct and complete.

  
STAN N. ROTENBERG  
Incorporator

V E R I F I C A T I O N

I, Manon B. Ruddick, a Notary Public for the State of Oregon, do hereby certify that on the 14th day of December, 1982, personally appeared before me STAN N. ROTENBERG, who being by me first duly sworn, declared that he is the incorporator of AUDYNE USA, INC., that he signed the foregoing documents as the incorporator of the corporation, and that the statements therein contained are true.

  
\_\_\_\_\_  
NOTARY PUBLIC FOR OREGON  
My commission expires: 2/27/84