

ARTICLES OF AMENDMENT

FILED

98 JUL 24 AM 10:09
 SECRETARY OF STATE
 STATE OF IDAHO



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:

1. The name of the corporation is: @Work Technologies Corporation

2. The text of each amendment is as follows:

1. Authorize issuance of 1,000,000 shares.

2. Elected new board of directors. Members are: Jeff Neiswanger and Scott Harris.

3. The date of adoption of the amendment(s) was: July 9, 1998

4. Manner of adoption (check one):

The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, Idaho Code, and was, therefore, adopted by the board of directors.

The number of shares outstanding and entitled to vote was _____

The number of shares cast for and against each amendment was:

<u>Amended article</u>	<u>Shares for</u>	<u>Shares against</u>
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Customer Acct #:

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

8/13/1998 09:00
 CK: 105 CT: 101371 BH: 127388

1 E 38.00 = 38.00 AMEND PROF

C121619

Dated: 7/22/98

Signed by: Jeff Neiswanger
 Its Acting President

(Capacity of signer)

Revised 7/97
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