



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

J. C. WATSON COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **twenty-second** day of **July** **19 74**, original articles of amendment, as provided by Section **s 30-146 and 30-147, Idaho Code, amending Articles II and VIII**

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 **22nd** day of **July** **, 19 74**,
A. D., 19 74.

Secretary of State

ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION
J. C. WATSON COMPANY

A special meeting of the shareholders duly called upon notice of the specific purpose of J. C. Watson Company, a corporation organized and existing under and by virtue of the laws of the State of Idaho, was held at the offices of the corporation in Parma, Canyon County, Idaho, on the 1st day of May, 1974, at the hour of ten o'clock a.m., of said day, pursuant to written call and waiver of notice of said meeting signed by the owners and holders of all of the capital stock of said corporation;

At said meeting all of the issued shares of capital stock of said corporation were represented in person by the owners and holders thereof, to wit: James F. Watson, Dolpha May Watson, Elizabeth Ann Kraiter, Wilburn Brown, E. W. Divine, Charles E. Kerrick, Katherine Dille, Bessie Haynes and William Haynes.

That at said meeting said shareholders of said corporation by affirmative vote amended the Articles of Incorporation of said corporation to change Article II thereof to read as follows:

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

That at said meeting said shareholders further amended the Articles of Incorporation of said corporation, by affirmative vote, to change Article VIII to read as follows:

"The number of directors of this corporation shall be at least five (5) and such additional number of directors as shall be determined by the By-Laws of this corporation."

IN WITNESS WHEREOF, Pursuant to due authorization by Resolution adopted by the shareholders of said corporation, these presents are signed by its President and its Secretary and its corporate seal is hereunto affixed and attested by its Secretary this 1st day of May, 1974.

J. C. WATSON COMPANY

James F. Watson
James F. Watson, President

E. W. Divine
E. W. Divine, Secretary

AFFIDAVIT AND CERTIFICATE OF CONSENT OF ALL STOCKHOLDERS
TO AMENDMENT OF ARTICLES OF INCORPORATION AND
ADOPTION OF AMENDMENTS PURSUANT TO RESOLUTIONS OF STOCKHOLDERS

STATE OF IDAHO)
 ss.
County of Canyon)

JAMES F. WATSON and E. W. DIVINE, being first duly
sworn, depose and say:

That they are the President and Secretary, respectively,
of J. C. Watson Company, a corporation; that a special meeting
of the shareholders duly called upon notice of the specific
purpose of said meeting was held and upon consent of all the
stockholders of J. C. Watson Company, to wit: James F. Watson,
Dolpha May Watson, Elizabeth Ann Kraiter, Wilburn Brown,
E. W. Divine, Charles E. Kerrick, Katherine Dille, Bessie Haynes
and William Haynes, the following Resolutions were duly
adopted:

RESOLVED That the Articles of Incorporation of
J. C. Watson Company be amended by changing
Article II of said Articles of Incorporation
to read as follows, to wit:

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

RESOLVED That the Articles of Incorporation of
J. C. Watson Company be amended by changing
Article VIII of said Articles of Incorporation
to read as follows, to wit:

"The number of directors of this corporation
shall be at least five (5) and such additional
number of directors as shall be determined by
the By-Laws of this corporation."

We, the undersigned, JAMES F. WATSON, President, and
E. W. DIVINE, Secretary, of J. C. Watson Company, do hereby
certify that the foregoing "Articles of Amendment of the Articles

of Incorporation of J.C. Watson Company" were duly adopted at said meeting of said stockholders of said corporation duly convened according to law, which said meeting was held at the principal office of the corporation in Parma, Canyon County, Idaho, on the 1st day of May, 1974; and we do further certify that all of the shares of stock of said corporation issued and outstanding at the time of holding said meeting and all of the shareholders representing said shares voted in favor of said resolution and that said resolutions were unanimously adopted;

That the foregoing copy of said Resolutions and Amendments to said Articles of Incorporation is a full, true and correct copy of the original thereof.

IN WITNESS WHEREOF, We, the undersigned, JAMES F. WATSON, president, and E. W. DIVINE, secretary, have hereunto set our hands and have caused the corporate seal of said corporation to be affixed hereunto this 18th day of July, 1974.

James F. Watson
James F. Watson, President

E. W. Divine
E. W. Divine, Secretary

SUBSCRIBED AND SWORN to before me this 18th day of July, 1974.

Wayne E. Fair
Notary Public for Idaho
Residing at Caldwell, Idaho

STATE OF IDAHO)
County of Canyon) ss.

On this 18th day of July, 1974, before me,
WAYNE E. DAVIS, a Notary Public in and for said State, personally
appeared JAMES F. WATSON and E. W. DIVINE, known to me to be
the President and Secretary, respectively, of J. C. Watson
Company, a corporation, and each, upon oath in due form of
law, stated that they were the presiding officer and secretary,
respectively, of the meeting of shareholders of J. C. Watson
Company at which Articles of Incorporation of J. C. Watson
Company were amended, as set forth in the foregoing Articles
of Amendment of the Articles of Incorporation; that they have
read the above and foregoing Certificate and Affidavit and
have executed the above and foregoing Certificate and Affidavit
and that the matters and facts as set forth in said Articles
of Amendment and in said Certificate and Affidavit are true
and correct to the best of their knowledge and information
and belief.

WITNESS My hand and notarial seal this 18th day
of July, 1974.

Wayne E. Davis
Notary Public for Idaho
Residing at Caldwell, Idaho