

State of Idaho

Department of State

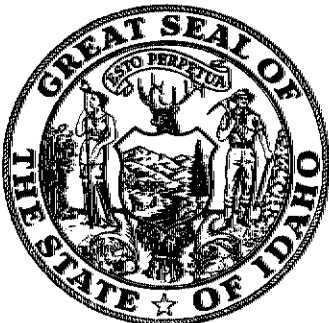
CERTIFICATE OF AMENDMENT OF

HUMPHREYS ENTERPRISES, INC.
File Number C 113714

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 HUMPHREYS ENTERPRISES, INC., changing the corporate name to TELCO ELECTRONICS, 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: February 29, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION**

SECRETARY OF STATE
STATE OF IDAHO

Von K. Humphreys and Denise C. Humphreys do hereby certify and declare that they are the President and Secretary, respectively, of Telco Electronics, Inc. organized and existing under and by virtue of the laws of the State of Idaho. By agreement of the stockholders in lieu of a special meeting of the stockholders of Humphreys Enterprises, Inc., the Articles of Incorporation of Humphreys Enterprises, Inc. were amended to change the name of the Corporation from "Humphreys Enterprises, Inc." to "Telco Electronics, Inc." by amending Article I of the Articles of Incorporation to read as follows:

ARTICLE I

The name of the corporation is and shall be
TELCO ELECTRONICS, INC.

The stockholders executed the agreement in lieu of a meeting and adopted the above amendment on the 23rd day of February, 1996.

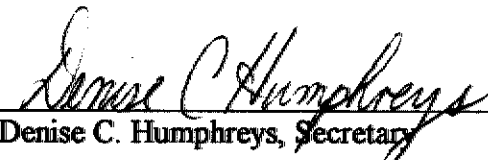
By such agreement in lieu of meeting, the undersigned President and Secretary were further instructed to cause Articles of Amendment to be prepared, sworn to and filed as required by law to accomplish the amendment of the Articles in accordance with the agreement of the stockholders.

There are fifty thousand (50,000) shares outstanding and entitled to vote and all shares were voted by the stockholders of this Corporation in favor of the amendment.

DATED this 27 day of February, 1996.



Von K. Humphreys, President



Denise C. Humphreys, Secretary