

State of Idaho

Department of State

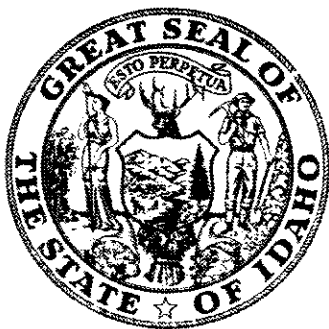
CERTIFICATE OF AMENDMENT OF

THOMPSON & NELSON, INC.
File Number C 110878

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 THOMPSON & NELSON, INC., changing the corporate name to GARY N. NELSON & CO., 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: April 7, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Delucia*

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THOMPSON & NELSON, INC.

Pursuant to the provision of Section 30-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

First: The name of the corporation is Thompson & Nelson, Inc.

Second: The following amendments to the Articles of Incorporation were adopted by the shareholders of the corporation on January 2, 1997, in a manner prescribed by the Idaho Business Corporation Act:

1. That the name of the corporation be changed to GARY N. NELSON & CO.

Third: The number of shares of the corporation outstanding at the time of such adoption was 1,000 shares; and the number of shares entitled to vote thereon was 1,000 shares. These 1,000 shares of common stock represent all of the outstanding stock of the corporation.

Fourth: The number of shares voted for the amendment was 1,000 shares; no shares were voted against the amendment.

DATED this 2 day of January 1997.

THOMPSON & NELSON, INC.

By Gary N. Nelson
GARY N. NELSON
President

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF THOMPSON & NELSON, INC. - 1

IDAHO SECRETARY OF STATE
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