

FILED EFFECTIVE

08 APR 16 AM 8:36

**Amended Articles of Incorporation
Distilled Resources, Inc.**

**SECRETARY OF STATE
STATE OF IDAHO**

Distilled Resources, Inc. amends its article of organization pursuant to the provisions of Title 30, Chapter 1 of the Idaho Business Corporation Act.

1. The corporation's articles of incorporation were filed with the Idaho Secretary of State on June 29, 1988, and first amended on June 13, 2005.

2. The articles of incorporation are amended as follows:

Fourth: (A) The aggregate number shares that the corporation shall have authority to issue is 2,000,000 shares of common stock with no par value.

3. The board of directors adopted the amendment on August 29, 2006.

4. The amendment does not require shareholder action. The board of directors approved the amendment pursuant to Idaho Code §§ 30-1-1003, 30-1-1005 and 30-1-1006.

Dated: April 12, 2008

Distilled Resources, Inc.

By:


Phillip G. Otley, President

By:


Angela Buschini, Corporate Secretary

87017
IDAHO SECRETARY OF STATE
04/16/2008 05:00
CK: 1285 CT: 1681 BH: 1110330
1 @ 38.00 = 38.00 AMEND PROF # 2