



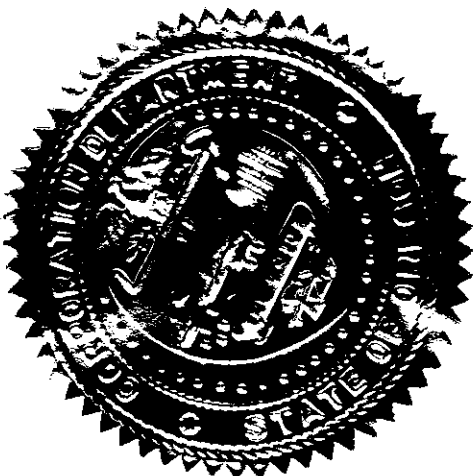
I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Department of the State of Oregon, do hereby certify that I have carefully compared the annexed copy of Articles of Amendment to The Restated Articles of Incorporation of UNITED DATA PROCESSING, INC.,

with the record now on file in my office, and that the same is a correct transcript therefrom, and of the whole thereof. I further certify that this authentication is in due form and by the proper officer.

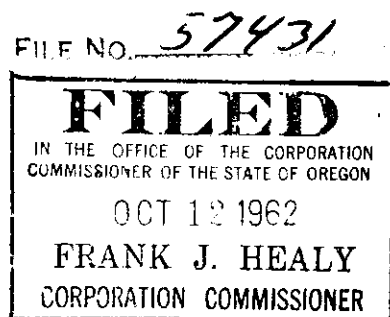
In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Department of the State of Oregon, at Salem, this 12th day of October, 19 62.

Frank J. Healy
Corporation Commissioner

By _____
Chief Clerk



ARTICLES OF AMENDMENT TO
THE RESTATED ARTICLES OF INCORPORATION OF
UNITED DATA PROCESSING, INC.
An Oregon Corporation



We, the undersigned, do hereby certify that the Restated Articles of Incorporation of United Data Processing, Inc., an Oregon corporation, have been amended as follows:

1. Article III of the Restated Articles of Incorporation of United Data Processing, Inc. has been amended to read as follows:

"The capital stock of this corporation shall consist of 100,000 shares of common stock having a par value of \$1.00 per share."

2. Article VI of the Restated Articles of Incorporation of this corporation has been amended to read as follows (new subarticles "o" and "p" added):

ARTICLE VI.

In furtherance and addition to, and not in limitation of the powers conferred on directors by statute, the Board of Directors is expressly authorized:

(a) To manage the business and offices of this Corporation and to appoint and remove all officers, agents, fiduciaries, employees, contractors, counsel, auditors and others and fix their compensation, to accomplish the powers and purposes of this Corporation.

(b) To exercise all powers conferred on this Corporation, and not expressly reserved to shareholders, by statute and these Articles of Incorporation and Amendments thereto, and all powers necessary or proper to carry out the purposes of this Corporation.

(c) To adopt, alter, amend or repeal the By-Laws of this Corporation.

(d) To fix the compensation of Directors.

(e) To authorize and cause to be executed mortgages, liens and encumbrances upon the real and personal property of this Corporation.

(f) To set apart out of any of the net profits arising from the business of this Corporation, a reserve or reserves for any proper purpose or to abolish any such reserve in the manner in which it was created.

(g) By resolution passed by a majority of the whole Board, to designate two or more of the Directors to constitute an executive committee, which to the extent provided in such resolution shall have and exercise all of the authority of the Board of Directors in the management of this Corporation.

(h) To fill any vacancy on the Board of Directors occurring by reason of death, inability to serve or resignation of a Director, an increase in the number of Directors, or otherwise, by the affirmative

vote of a majority of the Directors voting at a duly held meeting or approving said action, but the affirmative vote of not less than two of the Directors then serving shall be necessary to fill said vacancies.

(i) Two Directors shall constitute a quorum at a directors' meeting.

(j) To distribute assets of this Corporation to the shareholders in partial liquidation out of stated capital or capital surplus, in cash or property, in its discretion, if such distribution is otherwise consistent with the laws of the State of Oregon.

(k) To create and issue (whether or not in connection with the issuance and sale of any of this Corporation's shares or other securities or obligations) warrants, rights, options or other obligations convertible to, exchangeable for or entitling the holder thereof to purchase from this Corporation shares of any class or classes. Such warrants, rights, options or other obligations shall be evidenced in such manner as the Board of Directors shall approve and shall set forth the terms on which, the time or times within which and the price or prices at which such shares may be purchased from this Corporation upon the exercise of any such warrants, rights, options or other obligations. The price or prices to be received for any shares having a par value, other than treasury shares, to be issued upon the exercise of such warrants, rights, options or other obligations shall not be less than the par value thereof. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of the consideration received for such warrants, rights, options or other obligations or the shares underlying them shall be conclusive.

(l) To issue authorized but unissued shares of this Corporation at such times, on such terms and for such type and amount of consideration, not less than the par value thereof if such shares have a par value, as the Board of Directors may determine, and the judgment of the Board of Directors as to the value of the consideration received shall be conclusive in the absence of fraud in the transaction.

(m) To purchase, take, receive or otherwise acquire, hold, own, pledge, sell, transfer or otherwise assign shares, securities or other obligations of this Corporation (whether issued, unissued or treasury shares or securities, and whether in connection with the issuance and sale of any stock, obligations or other securities of this Corporation or otherwise) at such times, on such terms and for such consideration, whether less than the par value thereof or not, as the Board of Directors shall deem adequate.

(n) To purchase shares or other securities of this Corporation without limitation for the purpose of eliminating fractional shares, collecting or compromising indebtedness to this Corporation, paying dissenting shareholders entitled to payment for their shares under the laws of the State of Oregon, or for effecting, subject to the laws of the State of Oregon, the retirement of redeemable shares of this Corporation by redemption or by purchase at not to exceed the redemption price.

(o) The directors shall have power to provide generally or specifically for the indemnification, exoneration, reimbursement or defense of any present or former director, officer, employee, affiliate, agent, representative or contractor of this Corporation for expenses, claims, liabilities, indebtedness, penalties, damage or injury incurred by or caused by them in such capacity except in relation to matters as to which such person shall be adjudged in any action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the corporation, not ratified, confirmed or adopted or the benefit thereof received by this Corporation, but such indemnification shall not be deemed exclusive of any other rights to which such person may be entitled, under any by-law, agreement, vote of shareholders, or otherwise.

(p) The directors may grant, issue or sell shares of any class or warrants, rights or options or other securities of this Corporation to its director, officer, employee or affiliate without reference to a vote of the shareholders authorizing such grant, issue or sale, and may adopt general or special plans for granting cash, options, restricted and unrestricted, and stock by way of bonuses and incentives to officers and employees.

3. The Restated Articles of Incorporation of this corporation has been amended by adding a new Article VIII to read as follows:

"No contract or other transaction between this Corporation and any other corporation or concern shall be invalid or voidable by the fact that the shareholders, Directors or officers of this Corporation are interested in or are directors or officers of such other corporation or concern, and any shareholder, Director or officer of this Corporation may be a party to, interested in or profit from any contract or transaction with this Corporation, provided that the relationship, interest or profit is disclosed to the Board of Directors of this Corporation and the contract or transaction is duly approved by action of a majority of the Directors present when such action is taken, or consenting thereto (without counting the vote of any Director so interested or related, if cast; provided, that such Director may be counted for purposes of determining existence of a quorum); no such shareholder, director or officer shall be disqualified from acting as such, nor be liable for any loss incurred under or by reason of such contract or transaction, by reason of such relationship or interest. Where such Director's vote is necessary to the entering of such contract or transaction, the contract or transaction shall be voidable if it is unfair to this Corporation or its shareholders."


4. These amendments to the Restated Articles of Incorporation were adopted by the shareholders at a special meeting held September 27, 1962.

5. The stated capital at the time of this amendment is \$44,425.00. The stated capital shall be reduced upon recapitalization to \$36,600.00.

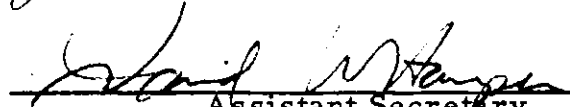
6. The recapitalization will be effected by the issuance of certificates representing \$1.00 par value shares for each no par share presented for transfer or by call of all outstanding certificates for surrender upon call by the president in his discretion.

7. 36,600 shares of capital common stock were issued and outstanding and entitled to vote upon the amendment.

8. 30,532 shares were voted in favor of the amendment and no shares were voted against the same.



President



Assistant Secretary

STATE OF OREGON)
County of Multnomah) ss.

I, David W. Harper, do hereby certify that I am the Assistant Secretary of United Data Processing, Inc. and that the quoted material herein set forth is a true and accurate copy of the text of the Amendments to the Restated Articles of Incorporation adopted by the shareholders at a special meeting held September 27, 1962.

UNITED DATA PROCESSING, INC.

David W. Harper
Assistant Secretary

STATE OF OREGON)
County of Multnomah) ss.

I, a notary public for Oregon, hereby certify that on the 28th day of September, 1962, personally appeared before me James O. Powell, who being first duly sworn by me, declared that he is the President of United Data Processing, Inc., and that he signed the foregoing document and that the statements therein contained are true.

Robert N. Gump
Notary Public for Oregon
My Commission expires: May 8, 1965

STATE OF OREGON)
County of Multnomah) ss.

I, a notary public for Oregon, hereby certify that on the 28th day of September, 1962, personally appeared before me David W. Harper, who being first duly sworn by me, declared that he is the Assistant Secretary of United Data Processing, Inc. and that he signed the foregoing document and that the statements therein contained are true.

Robert N. Gump
Notary Public for Oregon
My Commission expires: May 15, 1965