

State of Idaho

Department of State

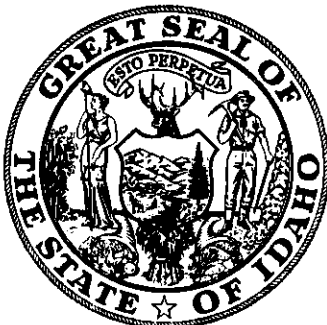
CERTIFICATE OF AMENDMENT OF

ASSOCIATED ENGINEERING SERVICES, INC.
File Number C 77341

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 ASSOCIATED ENGINEERING SERVICES, INC. duly signed and verified 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: August 1, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By 

WRITTEN ACTION
OF
STOCKHOLDERS
OF
THOMAS, DEAN & HOSKINS, INC.

IDAHO SECRETARY OF STATE
9940722 0900 13477 2
EX #: 4638 CUST# 39303
CORP 30.00= 30.00

#1 C

RECEIVED
EC. OF STATE

UG 1 PM

34 JUL 22 AM 10 26
The undersigned corporation, Thomas, Dean & Hoskins, Inc.,
being the sole shareholder of Associated Engineering Services,
Inc., an Idaho corporation, in accordance with the authority
contained in the Idaho Statutes at a special meeting on May 20,
1994, hereby adopt and approve the following resolution. Number of
shares outstanding and entitled to vote 5. Number of shares
For the Amendment 5; Number of shares Against Amendment 0.

RESOLVED, that the Article Five, (b) and (c) of the Articles
of Incorporation of Associated Engineering Services, Inc. is hereby
amended as follows:


(b) the board of directors shall consist of three
(3) in number.

(c) The names of the shareholder and directors of
the corporation are:

Shareholder - Thomas, Dean & Hoskins, Inc.
1200 - 25th Street South
Great Falls, Montana 59405

Directors - T. H. Thomas, James A. Cummings,
Wayne Frost

Effective as of May 20, 1994.


T. H. Thomas, President


James A. Cummings, Sec/Treasurer

RECEIVED
SEC. OF STATE

94 AUG 1 PM 3 12

VERIFICATION

STATE OF MONTANA)
) ss
COUNTY OF CASCADE)

I, Monique M. Nickol, a notary public, do hereby
certify that on this 20 day of May, 19 94,
personally appeared before me T.H. Thomas who, being by
me first duly sworn, declared that he is the President
of THOMAS, DEAN & HOSKINS, INC., that he
signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

Monique M. Nickol

Residing at: Great Falls

My commission expires: 10/15/97