

State of Idaho

Department of State

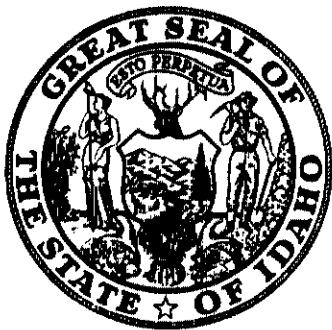
CERTIFICATE OF AMENDMENT OF

HAPPY SPIRITS, INC.

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 HAPPY SPIRITS, INC., changing the corporate name to PREFERRED REAL ESTATE, 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: December 29, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By Wally Alvaras

RECEIVED
SEC. OF STATE
93 DEC 29 AM 8 28
PARTICLES OF INCORPORATION
OF
HAPPY SPIRITS, INC.

Pursuant to Idaho Code 30-1-59 and 30-1-61, we the undersigned Directors of HAPPY SPIRIT, INC. file the following amendment, which was unanimously adopted by the Directors on October 7, 1993.

1. The current name of the corporation is HAPPY SPIRITS, INC.
2. The amendments so adopted are changing Paragraph I of the Articles of Incorporation filed with the Secretary of State in Idaho on June 19, 1992 which reads; "The name of the corporation is "HAPPY SPIRITS, INC." shall be changed to read; "The name of the corporation is PREFERRED REAL ESTATE, INC."
3. The date of the adoption of the amendments by the Directors was November 17, 1993.
4. The total number of shares outstanding is 0. There is only one class of shares.
5. There have been no shares issued.

IN WITNESS WHEREOF, we, being the Directors of HAPPY SPIRITS, INC. have hereunto set our respective hands this 17th day of November, 1993.

Arthur L. Bale
Arthur L. Bale, Director

Joan M. Benson
Joan M. Benson, Director

Patricia R. Bale
Patricia R. Bale, Director

Michael P. Bale
Michael P. Bale, Director

IDaho SECRETARY OF STATE
19931229 0900 44023 2
CK #1 4318 CUST# 3934
CORP 10 32.00- 32.00

STATE OF IDAHO)
)
 (ss.
County of Kootenai)

Joan M. Benson, being first duly sworn on oath deposes and says:

That she is a Director of Happy Spirits, Inc. I have read the foregoing AMENDED ARTICLES OF INCORPORATION OF HAPPY SPIRITS, INC., knows the contents thereof, and believes the same to be true and correct.

Joan M. Benson
Joan M. Benson, Director

STATE OF IDAHO)
)
) ss.
County of Kootenai)

I, Theresa Sommers, a Notary Public, do hereby certify that on this _____ day of November, 1993, personally appeared before me Joan M. Benson, who, being by me first duly sworn, declared that they signed the foregoing document, and that the statements therein contained are true.

Theresa Sommers
Notary for the State of Idaho
Residing at 1421 Bunker Hill
Commission Expires: 2-19-96

remax/arhdbfleads04