

State of Idaho

Department of State

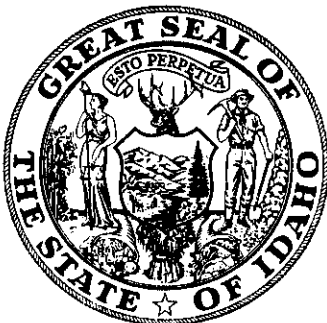
CERTIFICATE OF AMENDMENT OF

SOUTHSHORE ESTATES, INC.
File Number C 71631

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 SOUTHSHORE ESTATES, INC., changing the corporate name to SLIMMER IMAGE, INC., 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: September 23, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of
SOUTHSHORE ESTATES, INC.

SEP 23
SECRETARY OF STATE
STATE OF IDAHO
DATE 09/23/1996 0900 27049
AMOUNT 22233
CK # 1012
FEE 30.00
PROF 30.00
10

Pursuant to the provisions 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 Southshore Estates, Inc.

SECOND: The following amendments to the Articles of Incorporation were adopted by the shareholders of the corporation as of September 16, 1996, in the manner prescribed by the Idaho Business Corporation Act:

(a) The name of the corporation was changed from SOUTHSHORE ESTATES, INC. to SLIMMER IMAGE, INC.

(b) Article One of the Articles of Incorporation is amended to read as follows:

"ARTICLE ONE

NAME OF CORPORATION

The name of the corporation is Slimmer Image, Inc."

(c) The number of authorized shares was changed to 10,000 shares of a single class and the par value of each share was changed to \$1.00, which changes the amount of stated capital from \$1,000.00 to \$10,000.00.

(d) Article Five of the Articles of Incorporation is amended to read as follows:

"ARTICLE FIVE

STOCK

The total number of shares which the corporation shall have authority to issue is 10,000 each having a par value of \$1.00; the aggregate par value of the total authorized number of par value shares is \$10,000.00. There are no authorized shares without par value.

The stock of the Corporation is divided into 10,000 shares of a single class, each share having equal rights and each share having one vote. All stock when fully paid shall be non-assessable."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 10,000; and the number of shares entitled to vote thereon was 10,000.

FOURTH: The number of shares voted for such amendments was 10,000; and the number of shares voted against such amendments was 0.

DATED September 16, 1996.

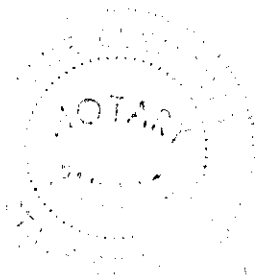
SOUTHSHORE ESTATES, INC.

By Sybil Ferguson
Sybil Ferguson, President

ACKNOWLEDGEMENT

STATE OF IDAHO)
 : ss
County of Madison)

I, the undersigned, a Notary Public for the State of Idaho, do hereby certify that on the 16th day of September, 1996, personally appeared before me Sybil Ferguson, who, being by me first duly sworn, declared that she is the President of Southshore Estates, Inc., that she signed the foregoing document as President of such corporation, and that the statements therein contained are true.



Deanne Clements
Notary Public for Idaho
Residing at: REXBURG
My Commission Expires: 4/22/97