



Department of State.

**CERTIFICATE OF AUTHORITY
OF**

PROFESSIONAL CONSULTANTS, INCORPORATED

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **PROFESSIONAL CONSULTANTS, INCORPORATED** for a Certificate of Authority to transact business in this State, 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 Authority to **PROFESSIONAL CONSULTANTS, INCORPORATED** to transact business in this State under the name **PROFESSIONAL CONSULTANTS, INCORPORATED** and attach hereto a duplicate original of the Application for such Certificate.

Dated **April 30**, 19**81**.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is PROFESSIONAL CONSULTANTS, INCORPORATED
2. *The name which it shall use in Idaho is PROFESSIONAL CONSULTANTS, INCORPORATED
3. It is incorporated under the laws of MONTANA
4. The date of its incorporation is September 2, 1975 and the period of its duration is FORTY YEARS
5. The address of its principal office in the state or country under the laws of which it is incorporated is 620 High Park Way, P.O. Box 3416, Missoula, MT 59806
6. The street address of its proposed registered office in Idaho is 333 Preston, Lewiston, ID, and the name of its proposed registered agent in Idaho at that address is SANDRA BURR
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Surveying, geology, cartography, lithography, mapping, planning, designing, drafting & civil engineering and related pursuits.
8. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|-------------------|---------------------|--|
| R.A. AINSWORTH | PRESIDENT/DIRECTOR | 508 Evan Kelly Rd., Missoula, MT 59801 |
| R. DAVID SCHURIAN | VICE-PRES./DIRECTOR | Rt.1, Box 126A, Victor, MT 59875 |
| THOMAS M. HANSON | SEC-TREAS/DIRECTOR | Rt.1, Box 128A, Victor, MT 59875 |
| LEON R. SPITZ | DIRECTOR | 118 Takima, Missoula, MT 59801 |
| ROBERT S. CUSTER | DIRECTOR | 447 Kensington, Missoula, MT 59801 |

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|---------------|--|
| <u>1,000</u> | <u>Common</u> | <u>\$100.00</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

| Number of Shares | Class | Par Value Per Share or Statement That Shares Are Without Par Value |
|------------------|---------------|--|
| <u>879 1/2</u> | <u>Common</u> | <u>\$100.00</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated April 27, 19 81.

By _____

Its _____ President

and Thomas H. Hansen

Its _____ Secretary

STATE OF MONTANA)

COUNTY OF MISSOULA) ss:

I, JAMES L. TILLOTSON, a notary public, do hereby certify that on this 27th day of April, 19 81, personally appeared before me R.A. AINSWORTH, who being by me first duly sworn, declared that he is the PRESIDENT of PROFESSIONAL CONSULTANTS, INCORPORATED

that he signed the foregoing document as PRESIDENT of the corporation and that the statements therein contained are true.

James L. Tillotson
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

NOTARY PUBLIC for the State of Montana
Residing at Missoula, Montana
My Commission Expires May 27, 1983

Office of the Secretary of State



APR 20 1981
SECRETARY OF STATE

OF THE STATE OF MONTANA

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that the annexed is a full, true and correct copy of the Articles of Incorporation of WESTERN CARTOGRAPHY, INC., as received and filed in this office on the 13th day of October A.D. 1966, at the hour of 12:44 o'clock P.M., with the Certificate of Incorporation issued thereon; the 1969 Annual Report for said corporation, as received and filed in this office on the 28th day of February A.D. 1969; the Articles of Amendment to the Articles of Incorporation for said corporation changing its name to PROFESSIONAL CONSULTANTS, INCORPORATED, as received and filed in this office on the 2nd day of September A.D. 1975, with the Certificate issued thereon; and the Statement of Change of Registered Office and Registered Agent for said corporation, as received as filed in this office on the 17th day of June A.D. 1976.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 17th day of April A.D. 1979.



Frank Murray
FRANK MURRAY
Secretary of State

Thomas Tucker
By: Thomas Tucker
Deputy

County of Missoula.

I, **VERAMAE R. CROUSE**, County Clerk and ex-officio Recorder for the County of Missoula, State of Montana, do hereby certify the attached to be a full, true and correct copy of the OriginalArticles of Incorporation of Western Cartography, Inc.....

as the same appears on record in this office. File No. 11769 Doc. No. 254660

Witness my hand and official seal of said county this 11 day of October, 1966

SEAL**VERAMAE R. CROUSE**County Clerk and ex-officio Recorder, County of Missoula,
State of Montana.MISSOULIAN By *M. McCaughey*, Deputy



Be It Known That

WESTERN CARTOGRAPHY, INC.

In accordance with the provisions of the laws of the State of Montana on the
eleventh day of **October** A. D. 19 **66**
 caused its Articles of Incorporation to be filed in the office of the County Clerk
 of **Missoula** County, State of Montana, in which
 county the principal place of business of said company is to be located.

NOW, THEREFORE, I, Frank Murray, Secretary of State of the State of
 Montana, do hereby certify that a copy of the Articles of Incorporation of

WESTERN CARTOGRAPHY, INC.

certified by the County Clerk of the aforesaid County, and containing the re-
 quired statement of facts prescribed by law has been filed in this office, and that
 such corporation is a body politic and corporate, and is authorized to do business
 in the State of Montana for a term of **forty** years from the date of
 this certificate.

(GREAT SEAL)

IN WITNESS WHEREOF, I have hereunto
 set my hand and affixed the Great Seal
 of the State of Montana, at Helena, the
 Capital, this **13** day of **October**
 A. D. 19 **66**.

FRANK MURRAY
 Secretary of State

By

Gail M. DeWalt
 Chief Deputy

ARTICLES OF INCORPORATION

OF

WESTERN CARTOGRAPHY, INC.

We, the undersigned, do by these presents, pursuant to and in conformity with the laws of the State of Montana, hereby agree to and do organize and associate ourselves together to form a corporation, claiming all the benefits, rights and privileges granted by the laws of said State of Montana, and we do hereby agree upon, enact and adopt the following Articles of Incorporation.

ARTICLE I

The name of said corporation is:

" WESTERN CARTOGRAPHY, INC."

ARTICLE II

The objects and purposes for which said corporation is formed are as follows:

(a) To carry on the business of stationers, printers, cartographers, lithographers, stereotypers, electrotypes, photographic printers, photo-lithographers, photo-cartographers, engravers, die-sinkers, book printers, account book manufacturers, dealers in parchment, dealers in maps, designers, draftsmen, ink manufacturers book sellers, publishers, paper manufacturers and dealers in the materials used in the manufacture of paper, and dealers in or manufacturers of any other articles or things of a character similar or analogous to the foregoing, or any of them, or connected therewith.

(b) To acquire buildings, machinery, tools, equipment, types, fixtures and materials of various kinds suitable for the printing, drafting and compilation of pamphlets, maps and papers of every description and to do any and all acts and transact any and all business that shall be or become incident to, or arise out of, or be connected with such business or any part thereof.

(c) To conduct said business above mentioned in all its branches and ramifications and have and maintain one or more offices for the transaction

of business; to hold without limit, to purchase and convey real and personal property both within and without the State of Montana.

(d) To purchase, lease, contract for or otherwise acquire real estate, buildings and structures, real property and all estates, rights and interests therein of every kind, nature and description, and wheresoever situated, both within and without the State of Montana; and to own, hold, use, occupy, develop, improve, sell, lend, lease or otherwise deal with or dispose of any or all of such real estate, buildings and structures for every legal purpose to which the same may be put.

(e) To purchase, lease, contract for or otherwise acquire personal property and all estates, rights and interests therein of every kind, nature and description, and to own, hold, use, occupy, develop, improve, sell, lend, lease or otherwise deal with or dispose of any or all of such personal property for every legal purpose to which the same may be put.

(f) To secure, acquire and turn to account any license, patent, trademark, concession, or any property rights or privileges of a light character and to carry on any business which said corporation may deem proper directly or indirectly to effectuate and accomplish any of the ends or purposes of the corporation.

(g) To purchase, or otherwise acquire, own, hold, pledge, sell, assign, transfer, or otherwise deal in or dispose of its own capital stock and shares of the capital stock, bonds, securities, or other evidences of indebtedness of other corporations, with all the rights, powers and privileges incident to ownership thereof.

(h) To lend, and borrow money, and to sell, convey, transfer, rent, lease, pledge, mortgage, encumber, hypothecate or otherwise deal in or dispose of any of the property belonging to this Corporation, both real and personal, including shares of capital stock and securities, and to make, execute, deliver and receive all commercial paper, contracts, agreements, promissory notes, mortgages and all such other instruments as may be required in connection therewith.

(i) To do each and everything necessary, suitable, useful or advisable for the accomplishment of anyone or more of the of the objects and purposes of the Corporation hereinabove or hereinafter set forth, or which shall at any time appear to be conducive to or expedient for the benefit of the Corporation.

(j) To have and exercise all of the powers conferred by the laws of the State of Montana upon private business corporations, and to do each and everything necessary or proper for the accomplishment of any purpose or the attainment of any one

or more of the objects and purposes herein enumerated.

It is intended that each of the clauses contained in Article II hereof shall be in no way limited or restricted by reference to or inference from the terms of any other clause or any other paragraph contained in this instrument, but that the objects, purposes and powers specified in each of the clauses of this Article II shall be regarded as independent objects, purposes and powers.

ARTICLE III

The principal place of business of this Corporation and its principal office shall be at the City of Missoula, in the County of Missoula, State of Montana. The Board of Directors may from time to time establish and maintain such other places of business and such other offices as may be useful or convenient in transacting the business affairs of the Corporation

ARTICLE IV

The term for which this Corporation shall exist is forty (40) years.

ARTICLE V

The affairs of this Corporation shall be managed, conducted and carried on by a Board of Directors. The number of Directors of this Corporation shall be three (3), and the names and residences of the Directors who are appointed for the first three months, and until their successors are elected and qualified, are as follows:

| <u>NAME</u> | <u>RESIDENCE</u> |
|--------------------|-------------------|
| Norman J. Schile | Missoula, Montana |
| Robert J. Shelton | Missoula, Montana |
| Gordon E. Sorenson | Missoula, Montana |

ARTICLE VI

The amount of the capital stock of this Corporation shall be Fifty Thousand Dollars (\$50,000.00) divided into Five Hundred (500) shares of common stock of a par value of One Hundred Dollars (\$100.00) per share.

ARTICLE VII

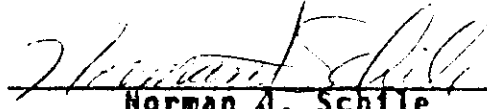
The amount of capital stock actually subscribed is Three Hundred Dollars (\$300.00), represented by three (3) shares, which stock has been subscribed by the following persons in the amount set opposite their names:

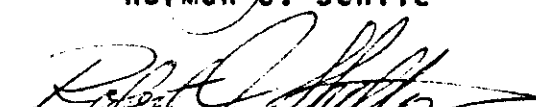
| <u>NAME</u> | <u>NUMBER OF SHARES SUBSCRIBED</u> | <u>VALUE</u> |
|--------------------|------------------------------------|--------------|
| Norman J. Schile | One Share | \$100.00 |
| Robert J. Shelton | One Share | \$100.00 |
| Gordon E. Sorenson | One Share | \$100.00 |

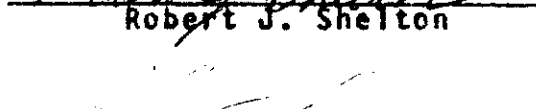
ARTICLE VIII

The stock of said Corporation shall be non-assessable.

IN WITNESS WHEREOF, we have hereunto set our hands this 11 day of October, 1966.


Norman J. Schile


Robert J. Shelton


Gordon E. Sorenson

STATE OF MONTANA
COUNTY OF MISSOULA

{ ss
{

On this 11th day of October, 1966, before me, the undersigned, a Notary Public for the State of Montana, personally appeared NORMAN J. SCHILE, ROBERT J. SHELTON, and GORDON E. SORENSON, known to me to be the persons whose names are subscribed to, and who executed the within Articles of Incorporation and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal, the day and year in this certificate first above written.

SEAL

Henry A. Hickey
Notary Public for the State of
Montana. Residing at Missoula,
Montana. My Commission expires
September 12, 1969

11761 254660

I received and filed this instrument for
record on the 11 day of Oct. 1966
at 3:30. o'clock P.M. permanent files
of Missouri County State of Montana
Witness my hand.
Vernon R. Gause County Recorder
by M. M. Cunningham Deputy
Fee: 2.00 Clerk
1.00
3.00 ok.

MF Roll
132506 300
Articles of Incorporation
of
WESTERN CARTOGRAPHY, INC.

100 OF 100,000
DEPT. OF SECRETARY OF STATE
FILED FOR RECORD
OCT 13 1966 19
At 12:44 o'clock P.M. A.M.D
Index on 16th Roll
Vernon R. Gause
\$53.00
Deputy

Every corporation is required under Sections 15-22-119 and 15-2382, Revised Codes of Montana, 1947, to annually file a report in the following form with the Secretary of State between the first days of January and March.

FEB 7 2 40 PM '69

| | | |
|---|---------|---|
| (For use by the Secretary of State only) | | 148174 STATE OF MONTANA FILED FEB 28 1969 FRANK MURRAY SECRETARY OF STATE By <u><i>William G. Shelton</i></u> Deputy <i>WLS</i> |
| Computation of License Fee of foreign profit corporation: | | |
| Total License Fee | \$..... | |
| Less License Fee previously paid | \$..... | |
| Additional License Fee due, if any | \$..... | |
| 10% penalty due, if any | \$..... | |
| 1/2 of 1% interest due, if any | \$..... | |
| TOTAL DUE | | \$..... |
| Received | | |

Filing Fee: \$5.00

32764

STATE OF MONTANA

ANNUAL REPORT OF CORPORATION

TO THE SECRETARY OF STATE
OF THE STATE OF MONTANA:
Capitol
Helena, Montana 59601

Pursuant to the provisions of Section 15-22-118, R.C.M. 1947, as a profit corporation, or Section 15-2381, R.C.M. 1947, as a nonprofit corporation, the undersigned corporation hereby submits the following annual report:

Part I (To be completed by all corporations, both domestic and foreign, profit and nonprofit.)

FIRST:

The name of the corporation is

WESTERN CARTOGRAPHY, INC.

SECOND:

It is incorporated under the laws of Montana

THIRD:

The address of its registered office in Montana is

~~XXXXXXXXXX~~ 2005 South Ave. West
(street number) (street)

Missoula, Montana, 59801
(city or town) (zip code)

and the name of its registered agent in Montana at such address is Robert J. Shelton

FOURTH:

If a foreign corporation, the address of its principal office in the state, or other jurisdiction under the laws of which it is incorporated is

(street number) (street)

(city or town) (state) (zip code)

FIFTH:

The character of the business or affairs in which it is actually engaged, or which it conducts, briefly stated, is

Cartography

SIXTH:

The names and respective addresses of its directors or trustees and officers are:

(street and number, if any)
(city or town, and state and zip code)

Mary Joanna Shelton Director
706 Gary Drive
Missoula, Montana 59801

Robert J. Shelton Director

~~XXXXXXXXXX~~ Director

Gordon E. Sorenson Director

Robert J. Shelton President
706 Gary Drive.
Missoula, Montana 59801

Marlys R. Sorenson Vice President
2513 Valley View Dr.
Missoula, Montana 59801

Gordon E. Sorenson Secretary
2513 Valley View Dr.
Missoula, Montana 59801

Gordon E. Sorenson Treasurer
2513 Valley View Dr.
Missoula, Montana 59801

Part II (To be completed only by domestic and foreign profit corporations.)

SEVENTH:

The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, at the date of this report is:

| Number of Shares | Class | Series | Par value per share or statement that shares are without par value |
|------------------|--------|--------|--|
| 500 | Common | | \$100 |
| | | | |
| | | | |
| | | | |
| | | | |

EIGHTH:

The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, at the date of this report is:

| Number of Shares | Class | Series | Par value per share or statement that shares are without par value |
|------------------|--------|--------|--|
| 75 | Common | | \$100 |
| | | | |
| | | | |
| | | | |
| | | | |

NINTH:

The amount of its stated capital as of the close of business on December 31st next preceding the date of this report

was \$ 7,500.00. Note: The law provides that this is calculated by adding (1) the par value of all its issued shares having a par value, (2) the amount of the consideration it received for all its issued shares without par value, except such part of the consideration therefor as may have been allocated to capital surplus in a manner permitted by law, and (3) such amounts not included in clauses (1) and (2) as have been transferred to its stated capital, whether upon the issue of shares as a share dividend or otherwise, and subtracting from such sum all reductions as have been effected in a manner permitted by law.

Part III. (To be completed only by foreign profit corporations.) If all property of the corporation is located in Montana and all of its business is transacted at or from places in Montana it may elect to pay its annual license fee on the basis of its entire stated capital as entered in item NINTH and must indicate such election by leaving the space in item TENTH blank and by not completing item ELEVENTH. Other corporations must pay their annual license fee on the basis of the proportion of stated capital employed in Montana during the calendar year ending December 31st preceding the date of this report and must indicate such fact by entering the word "not" in the space in item TENTH and by completing item ELEVENTH.

TENTH:

It will _____ pay the annual license fee on the basis of its entire stated capital.

STATE OF MONTANA
County of MISSOULA } ss.

I, Linnea Eversole, a Notary Public, hereby certify that on the 28th day of February, 1969, personally appeared before me Robert J. Shelton, who, being by me first duly sworn, declared that he is the President of Western Cartography, Inc.

the corporation, that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

SEAL

ELEVENTH:

1. The full value of all its property located within Montana on December 31st preceding the date of this report was \$ _____
2. The gross amount of its receipts derived from its business transacted within Montana during the calendar year ending December 31st preceding the date of this report was \$ _____
3. Total of sub-items 1 and 2 above \$ _____
4. The full value of all its property located within and without Montana on December 31st preceding the date of this report was \$ _____
5. The gross amount of its receipts derived from its business transacted within and without Montana during the calendar year ending December 31st preceding the date of this report was \$ _____
6. Total of sub-items 4 and 5 above \$ _____
7. The proportion of its stated capital employed within Montana for the calendar year ending December 31st preceding the date of this report (divide sub-item 3 by sub-item 6) was _____

Part IV. (To be completed by all corporations, both domestic and foreign, profit and nonprofit.)

Dated: February 28th, 1969

WARNING: "Penalties imposed upon officers and directors. Each officer and director of a corporation, domestic or foreign, who signs any articles, statement, report, application or other document filed with the secretary of state which is known to such officer or director to be false in any material respect, shall be deemed to be guilty of a misdemeanor, and upon conviction thereof may be fined in any amount not exceeding five hundred dollars (\$500)." (Sections 15-22-126 and 15-2386, R.C.M. 1947)

WESTERN CARTOGRAPHY, INC.

(exact name of corporation)

By Robert J. Shelton
(signature of officer)

Its President
(title of officer)

NOTE: This report must be signed by either the corporation's president, vice president, secretary, assistant secretary or treasurer, verified by the signing officer before a Notary Public or similar official, and the original only submitted to the Secretary of State, Capitol, Helena, Montana 59601 with a document filing fee in the amount of \$5.00. The copy of the report should be retained in the corporation's records.

Linnea Eversole
Notary Public for the State of MONTANA
Residing at Missoula, Montana
My commission expires Dec. 19, 1970



**CERTIFICATE OF AMENDMENT
TO CERTIFICATE OF INCORPORATION**

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of

WESTERN CARTOGRAPHY, INC.

duly executed pursuant to the provisions of Section 15-2255 of the Revised Codes of Montana, 1947, have been received in my office and found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Amendment to the Certificate of Incorporation of
PROFESSIONAL CONSULTANTS, INCORPORATED
formerly

WESTERN CARTOGRAPHY, INC.

and attach hereto a duplicate original of the Articles of Amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I have
hereunto set my hand and affixed the
Great Seal of the State of Montana,
at Helena, the Capital, this 2nd
day of September A.D. 19 75

(GREAT SEAL)

FRANK MURRAY
Secretary of State

By **GAIL M. DeWALT**
Chief Deputy

231536

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF WESTERN CARTOGRAPHY, INC.

STATE OF MONTANA

FILED

SEP 21 1975

PRINCE GEORGE

SECRETARY OF STATE

By Kenneth W. Brown
pd. # 70 02 Deputy

Pursuant to the provisions of Section 15-225, R.C.M., 1947, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

(a) The name of the corporation is WESTERN CARTOGRAPHY, INC.

(b) The following amendments of the Articles of Incorporation were adopted by the shareholders of the Corporation on June 13, 1975, in the manner prescribed by the Montana Business Corporation Act.

(c) RESOLVED: That the Articles of Incorporation of the Corporation be, and they hereby are amended by changing the name of the corporation from WESTERN CARTOGRAPHY, INC. to PROFESSIONAL CONSULTANTS, INCORPORATED, and that paragraph (a) of Article II be amended to read as follows: "(a) To carry on the business of surveying, geology, cartography, lithography, mapping, planning, designing, drafting, and engineering (under supervision of licensed engineer), or business and activities of a character similar or analogous to the foregoing, or any of them, or connected therewith or related thereto." Further that Article V be amended so as to change the number of Directors of the Corporation from three (3) to five (5); that Article VI change the authorized capitalization of the Corporation from \$50,000 to \$100,000 and 500 shares to 1,000 shares; and that a new numbered article as number IX be added to the Articles of Incorporation which would read as follows: "The corporation shall have the first option for thirty (30) days to purchase the shares of any stockholder who wishes to sell all or part

of his stock in the corporation. The Company shall pay for the stock a price to be determined by an appraisal thereof in such manner as specified by the Board of Directors of the Corporation. If the Corporation does not exercise the option, the offering stockholder shall be free to sell said stock in the manner and under the conditions described in the By-Laws. In no event shall the shares of stock in this Corporation be transferred or sold unless the proposed sale or transfer shall have been reported to the Board of Directors and approved by them." Resolved also, that Article II of the By-Laws be amended by providing therein for a stock option plan.

(d) The number of shares of corporate stock outstanding at the time of such adoption was 159 and the number of shares entitled to vote thereon was 159.

The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

| <u>Class</u> | <u>No. of Shares</u> |
|--------------|----------------------|
| NONE | |

(e) The number of shares voted for such an amendment were 159 shares; and the number of shares voted against such amendments were none.

The number of shares of each class entitled to vote thereon as a class voted for and against such amendment respectively, was:

| <u>Class</u> | <u>No. of Shares Voted</u> | |
|--------------|----------------------------|---------|
| | For | Against |
| NONE | | |

(f) The manner, if not set out in such amendment, in which any exchange, reclassification or cancellation of shares issued provided for in the agreement shall be effected, is as follows: NO CHANGE

(g) The manner in which such amendments affect a change in the amount of stated capital and the amount of ^{authorized} ~~stated~~ capital, (expressed in dollars) as changed by such amendment, are as follows: From \$50,000 to \$100,000.

DATED June 17, 1975.

WESTERN CARTOGRAPHY, INC.

By

R. A. Ainsworth
Its President

John J. Crawford
Its Secretary

STATE OF MONTANA)
 : ss
County of Missoula)

I, the undersigned, a Notary Public for the State of Montana, hereby certify that on this 17th day of June, 1975, personally appeared before me JOHN J. CRAWFORD, who being by me first duly sworn, declared that he is the Secretary of Western Cartography, Inc., a Montana corporation, that he signed the foregoing documents as Secretary of the aforesaid Corporation and the statements therein contained are true.

SEAL

Robert V. Robinson
NOTARY PUBLIC FOR THE STATE OF MONTANA
Residing at Missoula, Montana
My commission expires June 4, 1978

Every corporation is required under Sections 15-2211, 15-22-106, 15-2308 or 15-2370, Revised Codes of Montana, 1947, to have and continuously maintain in Montana a registered office and a registered agent at such office. Any corporation which changes its registered office or registered agent, or both, or whose agent dies or resigns or changes his or its address must file a statement of such change in the following form with the Secretary of State.

(For use by the Secretary of State only)

246638
STATE OF MONTANA
FILED
JUN 17 1976
FRANK MURRAY
SECRETARY OF STATE
By Norma Tuck
Deputy

Filing Fee: \$2.00

STATE OF MONTANA

Statement of Change of Registered Office or Registered Agent, or Both, of Corporation

TO THE SECRETARY OF STATE
OF THE STATE OF MONTANA
Capitol
Helena, Montana 59601

Pursuant to the provisions of Section 15-2212, R.C.M. 1947, as a domestic profit corporation, Section 15-22-107, R.C.M. 1947, as a foreign profit corporation, Section 15-2309, R.C.M. 1947, as a domestic nonprofit corporation, or Section 15-2371, R.C.M. 1947, as a foreign nonprofit corporation, the undersigned corporation, organized under the laws of

Montana, submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Montana:

FIRST:

The name of the corporation is Professional Consultants, Incorporated

SECOND:

The address of its present registered office is
2005 South Avenue West
(street number) (street)

Missoula, Montana 59801
(city or town) (zip code)

THIRD:

The address to which its registered office is to be changed is
3201 Russell
(street number) (street)

Missoula, Montana 59801
(city or town) (zip code)

FOURTH:

The name of its present registered agent is
Robert J. Shelton

FIFTH:

The name of its successor registered agent is
Richard Ainsworth

SIXTH:

The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

SEVENTH:

Such change was authorized by resolution duly adopted by its board of directors.

DATED: June 4, 1976

WARNING

"PENALTIES IMPOSED UPON OFFICERS AND DIRECTORS. Each officer and director of a corporation, domestic or foreign, who signs any articles, statement, report, application or other document filed with the secretary of state which is known to such officer or director to be false in any material respect, shall be deemed to be guilty of a misdemeanor, and upon conviction thereof may be fined in any amount not exceeding five hundred dollars (\$500)." (Sections 15-22-126 and 15-2386, R.C.M. 1947)

Professional Consultants, Incorporated
(exact name of corporation)

By Richard Ainsworth
(signature of officer)

Its President
(title of officer)

NOTE:

This Statement must be signed by either the corporation's president or vice president, verified by the signing officer before a Notary Public or similar official, and the original only submitted to the Secretary of State, Capitol, Helena, Montana 59601 with a filing fee in the amount of \$2.00. Nonprofit corporations need not verify the Statement. The copy of the Statement should be retained in the corporation's records.

STATE OF Montana

County of Missoula

SS.

I, the undersigned a Notary Public, hereby certify that on the 4 day of June, 1976 personally appeared before me Richard Ainsworth, who, being by me first duly sworn, declared that he is the President of the above corporation, that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

W. Newgard
(signature of notary public)

Notary Public for the State of Montana

Residing at Missoula, Montana

My commission expires May 9, 1977