

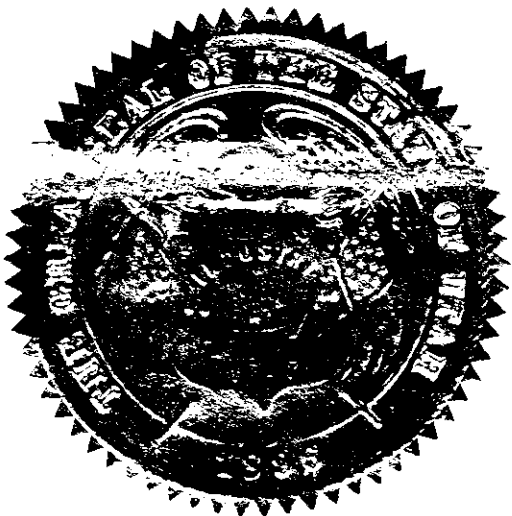
Secretary of State's Office

I, E. E. MONSON, SECRETARY OF STATE OF THE STATE OF UTAH,

DO HEREBY CERTIFY THAT the attached is a full, true and correct copy of a certified copy of certificate of amendment to the Articles of Incorporation, of the

CONSOLIDATED WAGON AND MACHINE COMPANY

AS APPEARS of record IN MY OFFICE.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND

AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH

AT SALT LAKE CITY, THIS Twelfth DAY OF

August 1938

E. E. Monson
SECRETARY OF STATE

BY _____ DEPUTY

Amst G. Cons. Wagon & Mach Co. ①

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
OF CONSOLIDATED WAGON & MACHINE COMPANY

Heber J. Grant as President of Consolidated Wagon & Machine Company, and as Chairman of the special meeting of the stockholders of said company, held as herein described, and A. F. Selander as Secretary of said company and as Secretary of the special meeting of the stockholders of said company, hereby certify and declare as follows:

That a special meeting of the stockholders of Consolidated Wagon & Machine Company was held at the office of said corporation No. 140 South State Street, Salt Lake City, Utah on Tuesday, the 16th day of November 1937 at 2:30 o'clock P. M.

That said meeting was held pursuant to due and regular call by the Board of Directors of said corporation.

That notice of said meeting was given by publication thereof in the Deseret News for more than twenty-one days preceeding the time fixed for holding said meeting, all in manner and form and for the time as prescribed by the Articles of Incorporation and By-Laws of said company and by the laws of the State of Utah.

That the undersigned Secretary of said corporation hereby certifies that a copy of said notice was transmitted by mail, postage paid, to each and every shareholder of said corporation, directed to the address of each shareholder as shown by the books of the corporation, more than twenty-one days before the time fixed for holding said meeting.

That said meeting was duly called and was held on due notice.

That Heber J. Grant, President of said corporation, was elected Chairman of said meeting and presided.

That A. F. Selander, the Secretary of said corporation, was elected and served as Secretary of said meeting.

That at said meeting the Articles of said company were duly and regularly amended to reduce the Capital Stock from \$2,500,000.00 to \$750,000.00 and to reduce the par value of each share from \$10.00 to \$5.00 in accordance with the following resolution, which was duly introduced, seconded, considered, put to a vote and unanimously adopted by the

affirmative vote of each and every share present and (or) represented at the meeting, constituting a majority of the issued outstanding Capital

Amended J. Cons. Wagon & Machine Co. 21

Stock of the company, to-wit:

"RESOLVED: That Article Five of the Articles of Incorporation of the Consolidated Wagon & Machine Company, a corporation organized and existing under and by virtue of the laws of the State of Utah, be and the same is hereby amended so as to read as follows, to-wit:

Article 5

"The total authorized capital stock of said Corporation shall be Seven Hundred Fifty Thousand Dollars (\$750,000.00), which shall be divided into One Hundred Fifty Thousand (150,000) shares of stock of the par value of Five Dollars (\$5.00) per share.

"The par value of all shares of stock of this Company shall from the date this amendment is effective, and whether issued or unissued, and regardless of any notation on the certificates heretofore or hereafter issued therefore, be Five Dollars (\$5.00) per share. The Secretary shall on all stock certificates presented to him by appropriate notation indicate the par value of such stock to be Five Dollars (\$5.00) per share, and all certificates hereafter issued for stock in this Company shall indicate the par value to be Five Dollars (\$5.00) per share."

That the minutes of said meeting showing the adoption of the foregoing resolution and the due and regular amendment of said Articles in accordance therewith were at said meeting duly approved and adopted.

IN WITNESS WHEREOF we have hereunto set our hands as officers of said corporation and officers of said meeting and have affixed the seal of said corporation at Salt Lake City, Utah, this 16th day of November, 1937.

Heber J. Grant

President of

CONSOLIDATED WAGON & MACHINE COMPANY
and Chairman of Said Special Meeting
of its stockholders.

A. F. Selander

Secretary of

said Company and Secretary of said
meeting.

Amold F. Cons. Wagon & Mach Co. 3

Statement of Domestic Corporation

Required by Title 18 of the Revised Statutes of Utah, 1933

We, the president (or vice-president) and secretary (or treasurer) of

CONSOLIDATED WAGON & MACHINE COMPANY

a corporation being organized under the laws of the State of Utah, do hereby certify and declare:

1. That the principal office and place of business in Utah will be at
Salt Lake City, Utah
2. That the general nature of the business of said corporation to be transacted in the State of Utah is
Farm Implements and Hardware

3. That the names and addresses of the principal officers of said corporation are as follows:

Name		Address
Heber J. Grant	President	47 East So. Temple Salt Lake City, Utah
Frank A. Fisher	Vice-President	160 South 10th West Salt Lake City, Utah
A. F. Selander	Secretary	Salt Lake City, Utah
" " "	& Treasurer	" " " "
L. T. Wright	General Manager	Elaine Apts Salt Lake City, Utah

4. The amount of the authorized capital stock of said corporation is \$750,000.00
Seven Hundred Fifty Thousand and no/100- - - - - Dollars.

Common \$

Preferred \$

5. The amount of capital stock subscribed is \$750.000.00

Common \$

Preferred \$

6. The amount of capital stock actually paid in, in cash or property is \$750,000.00
Seven Hundred Fifty Thousand and no/100 - - - - - Dollars.

7. The proportion and amount of the capital stock of said corporation represented by its property located in Utah or to be acquired therein and by its business to be transacted therein is
Two Hundred Nineteen Thousand, Eight Hundred Forty-one & 44/100 Dollars.

Andt F. Cons. Wagon & Machine Co. 4

ENDORSED

NUMBER 3452

STATE OF UTAH
SALT LAKE COUNTY CORPORATION

Amendment to the
ARTICLES OF INCORPORATION OF

CONSOLIDATED WAGON & MACHINE COMPANY

Filed in the Clerk's office,
Salt Lake County, Utah.

December 21, 1937

WILLIAM J. KORTH COUNTY CLERK.

By Ora R. Laraway
Deputy Clerk.

STATE OF UTAH {
COUNTY OF SALT LAKE { ss.

I, William J. Korth, Clerk in and for the County of Salt Lake and Ex-officio Clerk of the District Court of the Third Judicial District in and for Salt Lake County, State of Utah, do hereby certify that the foregoing is a full, true and correct copy of the original Certificate of Amendment to Articles of Incorporation of CONSOLIDATED WAGON & MACHINE COMPANY Number 3452 as appears of record in my office.

(SEAL)

IN WITNESS WHEREOF, I have hereunto set
my hand and affixed my official seal,
this 21st day of December A. D. 1937

William J. Korth Clerk

By Geneva Caldwell Deputy Clerk

Filed and Certificate issued
on the 28th day of December 1937.

E. E. Monson
Secretary of State

Amtd G. Cano. Wagon & Machine Co. 5