

**FILED EFFECTIVE**

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SECRETARY OF STATE  
STATE OF IDAHO

**TATES RENTS, INC.**

**Articles of Amendment**

I, Eric Tate, being the duly elected President of Tates Rents, Inc., an Idaho corporation (the "**Corporation**"), hereby certify as follows:

1. The name of the corporation is Tates Rents, Inc.
2. The following resolution amending the Corporation's Articles of Incorporation was adopted in the manner prescribed by the Idaho Business Corporation Act:

"RESOLVED, that the Amended and Restated Articles of Incorporation of the Company in the form attached as Exhibit A hereto, which delete Articles 2 (Registered Office), 3 (Registered Agent), 4 (Duration), 5 (Corporate Purpose), 7 (Incorporator), 8 (Directors), 9 (Bylaws), and 10 (Director Conflicts of Interest), amend Article 6 (Authorized Capital Stock) and renumber as Article 2, and add new Articles 3 (Limitation of Liability), and 4 (Indemnification), are hereby adopted and approved."

A copy of the foregoing Exhibit A is attached as **Exhibit A** to these Articles of Amendment.

3. The amendment does not provide for an exchange, reclassification or cancellation of issued shares.
4. The date of adoption of this amendment by the shareholders and directors was December 16, 2003.
5. The number of shares outstanding and entitled to vote on the adoption of this amendment was 591.83 shares of voting common stock. The number of shares voting for the amendment was 591.83 and the number of shares voting against the amendment was zero.

Dated December 23, 2003.

**TATES RENTS, INC.**

  
Eric Tate, President

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**TATES RENTS, INC.**

**Amended and Restated  
Articles of Incorporation**

1. **Name.** The name of the corporation shall be Tates Rents, Inc.
2. **Authorized shares.** The corporation is authorized to issue a total of Two Hundred Thousand (200,000) shares, consisting of One Hundred Thousand (100,000) shares to be designated "Voting Common Stock" and One Hundred Thousand (100,000) shares to be designated "Nonvoting Common Stock." The shares of Voting Common Stock and Nonvoting Common Stock shall be identical in every respect except for the voting rights to which the holders thereof shall be entitled. Each share of Voting Common Stock shall entitle the holder thereof to one (1) vote on all matters submitted to the shareholders of this corporation for their approval. The shares of Nonvoting Common Stock shall not entitle the holders thereof to any voting rights, except for those to which they are entitled by law.
3. **Limitation of Liability.** No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for conduct as a director, provided that this Article shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Idaho Business Corporation Act (the "Act"). No amendment to the Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of the amendment.
4. **Indemnification.** The Corporation shall indemnify to the fullest extent not prohibited by law any current or former director or officer of the Corporation who is made, or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or other (including an action, suit or proceeding by or in the right of the Corporation), by reason of the fact that such person is or was a director, officer, employee or agent of the Corporation or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, officer, employee or agent, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. The Corporation shall pay for or reimburse the reasonable expenses incurred by any such current or former director or officer in any such proceeding in advance of the final disposition of the proceeding if the person sets forth in writing (i) the person's good faith belief that the person is entitled to indemnification under this Article and (ii) the person's agreement to repay all advances if it is ultimately determined that the person is not entitled to indemnification under this Article. No amendment to this Article that limits the Corporation's obligation to indemnify any person shall have any effect on such obligation for any act or omission that occurs prior to the later of the effective date of the amendment or the date notice of the amendment is given to the person. This Article shall not be deemed exclusive of any other provisions for indemnification or advancement of expenses of directors, officers, employees, agents and fiduciaries that may be included in any statute, bylaw, agreement, general or specific action of the Board of Directors, vote of shareholders or other document or arrangement.