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# State of Idaho

## Department of State

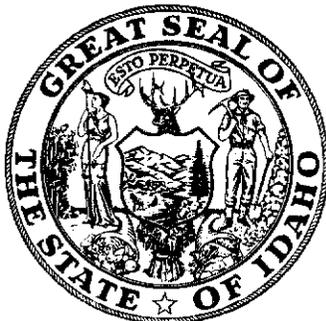
### CERTIFICATE OF AMENDMENT OF

EMPIRE PUMP & SUPPLY, INC.  
File Number C 79254

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 EMPIRE PUMP & SUPPLY, 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: February 21, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *W. D. Stewart*

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ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
EMPIRE PUMP & SUPPLY, INC.

Articles of Amendment to the Articles of Incorporation of EMPIRE PUMP & SUPPLY, INC. are herein executed by said Corporation pursuant to the provisions of Section 30-1-59, et seq., of the Idaho Business Corporation Act, as follows:

1. The name of the Corporation is EMPIRE PUMP & SUPPLY, INC..
2. The amendments to the Articles of Incorporation of said Corporation are as follows:

ARTICLE SIXTH shall be amended to read as follows:

"SIXTH: Provisions for the regulatin of the internal affairs of the Corporation are set forth in the Bylaws of this Corporation."

ARTICLE EIGHTH shall be amended to read as follows:

"EIGHTH: The number of directors of this Corporation shall be fixed in the Bylaws and may be changed from time to time by amending the Bylaws.

In compliance with the Idaho Business Corporation Act, this Corporation may enter into, contract and otherwise transact business as vendor, purchaser, or otherwise, with one or more of its directors, officers, or shareholders or with any corporation, association, firm, or entity in which one or more of them are or may become interested as directors, officers, shareholders, members or otherwise.

A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages arising from any conduct as a director, except that the limitation on liability shall not apply to

(i) acts or omissions involving intentional misconduct by the director or a knowingly

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violation of law by the director,  
(ii) conduct violating Section 30-1-48 of the Idaho Business Corporation Act, or (iii) any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. This limitation shall not apply to any act or omission occurring before the effective date of this paragraph. If the Idaho Business Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Idaho Business Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

The Corporation has the power to indemnify, and to purchase and maintain insurance for, its directors, officers, trustees, employees, and other persons and agents. Without limiting the generality of the foregoing, the Corporation shall indemnify its directors against all liability, damages, and costs or expenses (including attorney's fees) arising from or in connection with service for, employment by, or other affiliation with this Corporation to the maximum extent and under all circumstances permitted by law.

3. The date of the adoption of said amendments by the shareholders of the Corporation is February 9, 1995.

4. The number of shares outstanding of Corporation is fifty-two (52) shares, all of which are entitled to vote.

5. The number of shares voting for and against said amendment, respectively, were as follows:

For Amendment	52 Shares
Against Amendment	0 Shares

6. The amendment does not provide for the exchange, reclassification, or cancellation of issued shares.

7. The amendment does not effect a change in the amount of stated capital of the Corporation.

DATED this 9th day of February, 1995.

EMPIRE PUMP & SUPPLY, INC.

By John H. Wheeler Sr  
JOHN H. WHEELER, SR., President

By Carol Wheeler  
CAROL WHEELER, Secretary

STATE OF IDAHO )  
 ) : ss  
County of Kootenai )

JOHN H. WHEELER, SR., being first duly sworn on oath, deposes and says:

That I am the President of EMPIRE PUMP & SUPPLY, INC.; that I have read the within and foregoing Articles of Amendment to Articles of Incorporation; know the contents thereof, and believe the same to be true.

John H. Wheeler pres

SUBSCRIBED AND SWORN TO before me this 9th day of February, 1995.

John Wheeler Jr  
Notary Public in and for the State of Idaho, residing at 2904 Cambridge Ave  
My Commission Expires 10-88