



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

COEUR D'ALENE HONDA, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **3rd** day of **May** **19 72**, original articles of amendment, as provided by Section 's **30-146 and 30-147**, changing the corporate name to read as follows:

**DARRELL AND BOB'S CYCLE SALES,
INC.**

and that the said articles of amendment contain the statement of facts required by law, and ~~are~~ **will be** recorded on ~~microfilm~~ **Microfilm** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **3rd** day of **May** **19 72**,
A. D., 19 **72**.

Secretary of State

AMENDMENT OF ARTICLES OF INCORPORATION OF
COEUR D'ALENE HONDA, INC.

WHEREAS, at a special meeting of the Directors of the COEUR D'ALENE HONDA, INC., duly called and held in the City of Coeur d'Alene, State of Idaho, at 10:30 A.M. on the 27th day of April, 1972, at which meeting all of the Directors were present and it appearing to the Directors at said meeting that there is on file herein a Consent to the Amendment of the Articles of Incorporation of COEUR D'ALENE HONDA, INC., signed by each and everyone of the shareholders and/or stockholders of the said corporation, copy of which Consent is attached hereto; and

WHEREAS, there was issued by the Secretary of State a charter dated March 7, 1972, constituting and creating the COEUR D'ALENE HONDA, INC. into a corporation under the laws of the State of Idaho; and

WHEREAS, it is the desire of this corporation to amend its' Articles of Incorporation changing the name from COEUR D'ALENE HONDA, INC., unto DARRELL AND BOB'S CYCLE SALES, INC: and

WHEREAS, said change has been consented to by each and every stockholder as on the attached consent hereto,

NOW, THEREFORE, ON MOTION DULY MADE AND SECONDED, it is unanimously resolved by the Board of Directors of the COEUR D'ALENE HONDA, INC., that Paragraph I of the Articles of Incorporation be, and the same hereby is amended to read as follows:, to-wit:

"

I.

The name of said corporation shall be:

DARRELL AND BOB'S CYCLE SALES, INC. "

RESOLVED FURTHER that the President and Secretary of this corporation, be, and they are hereby authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation embracing the foregoing resolution and to cause such certificate to be filed, recorded and published in the manner required by law.

RESOLVED FURTHER that the undersigned, President and Secretary of the COEUR D'ALENE HONDA, INC., certify that they have complied in all respects with the laws and statutes of the State of Idaho concerning the amendment as herein proposed, and this amendment has been consented to and approved by each and every stock holder of said corporation.

WHEREFORE, the undersigned, President and Secretary of the COEUR D'ALENE HONDA, INC., for and on behalf of the stock holders and for and on behalf of the Board of Directors of said corporation pray that a certificate authorizing the aforesaid amendment and that a certificate of amendment be issued conforming therewith.

IN WITNESS WHEREOF, we have hereunto set our hands this 27th day of April, 1972.

COEUR D'ALENE HONDA, INC.

By: Bob A. Sanday President

ATTEST:

M. Kachan Sims

Secretary

STATE OF IDAHO : ss.
County of Kootenai :

On this 27th day of April, 1972, before me, the undersigned Notary Public, personally appeared BOB A. SANDAU and M. KATHLEEN SIMS, the President and Secretary respectively of COEUR D'ALENE HONDA, INC., known to me to be the persons whose names are subscribed to the foregoing instrument and who executed the same for and on behalf of said Corporation.

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



Notary Public for Idaho
Residing at Coeur d'Alene.
My Commission Expires: 11-8-73

CONSENT TO AMENDMENT OF ARTICLES OF
INCORPORATION OF COEUR D'ALENE HONDA, INC.

The undersigned, DARRELL G. SIMS, M. KATHLEEN SIMS, BOB A SANDAU and DARLENE G. SANDAU, being all four incorporators of the above named corporation, and the only stockholders, do hereby voluntarily give their consent to the amendment of the Articles of Incorporation to change the name to read

DARRELL AND BOB'S CYCLE SALES, INC.

It is further approved and consented to by the undersigned that the President and Secretary shall be and hereby are authorized to amend the Articles of Incorporation as herein provided.

DATED this 27 day of April, 1972.

Darrell G. Sims
Darrell G. Sims

M. Kathleen Sims
M. Kathleen Sims

Bob A. Sandau
Bob A. Sandau

Darlene G. Sandau
Darlene G. Sandau

MINUTES OF MEETING OF BOARD OF DIRECTORS OF
COEUR D'ALENE HONDA, INC.

A meeting of the Board of Directors of COEUR D'ALENE HONDA, INC., was held at Coeur d'Alene, Kootenai County, Idaho, at 10:30 A.M., on April 27, 1972. Present were BOB A. SANDAU, DARLENE G. SANDAU, DARRELL G. SIMS and M. KATHLEEN SIMS, all of whom, excepting for DARLENE G. SANDAU, being all of the Directors of the COEUR D'ALENE HONDA, INC.

IT IS MUTUALLY AGREED that in lieu of a waiver of notice and consent all of the Directors agree to sign the minutes of this meeting, which signatures shall constitute said waiver of notice and consent, making this therefore a regular meeting constituted of the Board of Directors.

UPON MOTION DULY MADE, SECONDED AND CARRIED, the following resolution was unanimously adopted:

WHEREAS the corporate name hereof is COEUR D'ALENE HONDA, INC., and

WHEREAS, the owners, holders of all stock and directors thereof, have been advised that the name Honda cannot be used in a corporate name, and

WHEREAS, it is necessary to change said name and,

WHEREAS, it is the desire to change the name of said corporation to DARRELL AND BOB'S CYCLE SALES, INC.,

NOW, THEREFORE,

BE IT RESOLVED the name of the corporation shall be and hereby is changed and shall from hereafter appear, subject to the approval of the Secretary of State of the State of Idaho, as follows:

DARRELL AND BOB'S CYCLE SALES, INC.

Bob A. Sandau
Bob A. Sandau President

Darrell G. Sims
Darrell G. Sims Vice-President

M. Kathleen Sims
M. Kathleen Sims Secretary