

FILED

99 MAR 24 AM 8:48

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF AMENDMENT
of
ARTICLES OF INCORPORATION
of
CARBURETOR ELECTRIC OF LEWISTON, INC.

IDAHO SECRETARY OF STATE

03/24/1999 09:00
CL: 2309 CT: 9686 IN: 280121

1 @ 30.00 = 30.00 AMEND PROC # 3

We, the undersigned, President and Secretary of Carburetor Electric of Lewiston, Inc., a corporation created, organized and existing under and by virtue of the laws of the State of Idaho, do hereby certify:


That said corporation was originally incorporated under the laws of the State of Idaho with Articles of Incorporation filed July 11, 1979, in the office of the Secretary of Idaho at Boise, Idaho, as Instrument No. 61571.

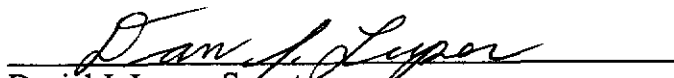
That pursuant to the provisions of Section 30-1-58(a), the holders and owners of all the stock of Carburetor Electric of Lewiston, Inc., adopted the following amendment and at such time 350 shares were issued and outstanding with each share entitled to one vote. All of the shareholders have given written consent and all outstanding stock was affirmatively voted to the amendment of Article I of the Articles of Incorporation as follows:

"ARTICLE I
(Name)

The name of this corporation shall be LUPER BROTHERS AUTOMOTIVE, INC."

Signed this 9 day of March, 1999.


James C. Luper, President

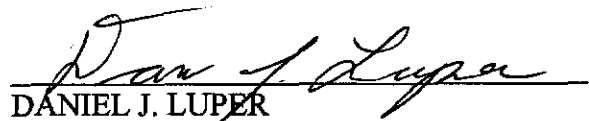

Daniel J. Luper, Secretary

61571

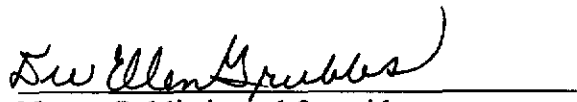
STATE OF IDAHO)
 : ss.
County of Nez Perce)

DANIEL J. LUPER, being first duly sworn upon his oath, deposes and says:

That I am Secretary of Carburetor Electric of Lewiston, Inc.; that the foregoing amendment was duly and regularly adopted by the written consent of the shareholders of said corporation at a meeting duly and regularly held on the 9 day of March, 1999.


DANIEL J. LUPER

SUBSCRIBED AND SWORN to before me this 9th day of March, 1999.


Notary Public in and for said state,
residing at or employed in Lewiston.
My Commission Expires: November 15, 2001
(SEAL)