

State of Idaho



Department of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ARNOLD WILLIAMS, 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

NEW, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **15th** day of **November** 19 **65**,

original articles of amendment, as provided by Section **s. 30-146, 30-147 & 30-148, Idaho Code**, changing total number of shares to 500,000 at par value of \$1.00 per share

and that the said articles of amendment contain the statement of facts required by law, and ~~are~~ **will be** recorded on ~~Film~~ **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 **15th** day of **November**, A. D., 19 **65**.

Secretary of State

AMENDMENT OF THE CHARTER

OF
NEW, INC.

STATE OF IDAHO)
 : ss.
County of Ada)

WHEREAS, there was issued by the Secretary of State a Charter dated July 16, 1964, constituting and creating New, Inc., a corporation under the laws of this State, with its principal place of business at Boise, Ada County, State of Idaho, and with a capital stock of five thousand (5,000) shares with a par value of One Hundred Dollars (\$100.00) each, empowering it to engage in the business of manufacturing, constructing and dealing in machinery, appliances and plants of every nature, kind and description whatsoever, and to carry on a general manufacturing, wholesale and retail, merchandise business.

The undersigned, a majority of the duly elected and qualified Board of Directors of New, Inc., hereby certify that a ten (10) day notice was given by written notice mailed to each stockholder, a copy of which is hereto attached, of a meeting of stockholders on October 22, 1965, which notice stated the time and place of meeting and the purpose thereof.

And, further, that the meeting was duly held pursuant to notice, and a resolution was offered and adopted by the unanimous vote to amend the Charter as follows:

"That the Articles of Incorporation of New, Inc., an Idaho corporation with its principal place of business at Boise, Ada County, State of Idaho, be amended by deleting Article IV and substituting in its place and stead the following new section: -

ARTICLE IV

The total authorized stock of this corporation shall be divided into five hundred thousand (500,000) shares which shall be common stock and which shall have a par

value of One Dollar (\$1.00) per share. The shares of stock shall all be common and such shares will have equal voting rights and other powers.

And, further, your petitioners certify that they have complied in all respects with Title 30, Chapter One, of the Idaho Code, and all amendatory acts thereto.

WHEREFORE, they pray that the Charter of New, Inc., be so amended.

Signed this 15th day of November, 1965.

NEW, INC.

Terry G. Wells
Its President

James J. McManis
Its Treasurer

ATTEST:


J. J. Jones III
Its Secretary

NOTICE OF SPECIAL MEETING OF STOCKHOLDERS
OF
NEW, INC.

NOTICE IS HEREBY GIVEN that a special meeting of the stockholders of NEW, INC., an Idaho corporation, has been called and will be held on the 22nd day of October, 1965, at 2:00 p.m., at the registered office of the company, 1611 West Jefferson Street, Boise, Idaho, for the following purposes:

1. Considering and acting upon the proposition of increasing the authorized number of shares of common capital stock from 5,000 shares with a par value of \$100.00 each, to 500,000 shares with a par value of \$1.00 each without a transfer restriction clause.
2. Authorizing an according amendment of Article IV of the Articles of Incorporation of the company.
3. Considering and taking action upon the proposition that each outstanding share of the common stock of the company with a present par value of \$100.00 per share be exchanged for 100 shares of the common stock of the company with a par value of \$1.00 per share.
4. Authorizing the issuance and/or sale of the common stock of the company of the par value of \$1.00 each for such consideration as from time to time may be fixed by the Board of Directors with the necessary permit from the proper public authorities.
5. For the transaction of such other business as may properly come before the meeting.

DATED this 8th day of October, 1965.


Secretary

STATE OF IDAHO)
 : ss.
County of Ada)

On this 15th day of November, 1965, before me, the undersigned, a Notary Public in and for said State, personally appeared TERRY G. WELLS, JAMES J. NIEMANN and T. J. JONES, III, known to me to be the President, the Treasurer and the Secretary, respectively of NEW, INC., an Idaho corporation, and acknowledged to me to be the persons who executed the foregoing instrument for and on behalf of said corporation.

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

Herald M. Jones
Notary Public for Idaho
Residing at Boise, Idaho