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98 JAN 28 AM 8:35  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
KLAHR & KLAHR, INC.

KNOW ALL MEN BY THESE PRESENTS: That at a Special Joint Meeting of Shareholders and Directors held on the 31<sup>st</sup> day of December, 1997, pursuant to written Waiver of Notice and Consent executed by all of the shareholders and directors of the corporation, the following Resolution was unanimously adopted by vote of approval of all of the shareholders of the corporation as follows, to-wit:

BE IT RESOLVED, that Article V of the Articles of Incorporation of Klahr & Klahr, Inc., be and the same is hereby amended and modified as follows:

"ARTICLE V.

The capital stock of the corporation shall consist of 10,000 shares of voting common stock and 90,000 shares of non-voting common stock. All shares of both voting common stock and non-voting common stock shall have a par value of \$5.00 per share. Each share of voting common stock shall have the same rights, privileges and voting power and shall be non-assessable. Each share of non-voting common stock shall have the same rights and privileges as each other share of both voting and non-voting common stock and shall be non-assessable, but none of the shares of voting common stock shall be entitled to vote."

IDAHO SECRETARY OF STATE  
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The remaining and preceding Articles of said Articles of Incorporation of Klahr & Klahr, Inc., shall remain the same and shall not be amended or modified in any way except as the same appear to this date.

All of the shareholders have also unanimously agreed that, immediately upon the filing of this Article of Amendment, the corporation will declare and cause to be completed a twenty (20) to one (1) stock split with each shareholder receiving two (2) voting shares and eighteen (18) nonvoting shares for each share owned. Because the par value is being reduced to \$5.00 per share, the twenty (20) to one (1) stock split will result in no change to the amount of the corporation's stated capital.

Dated this 31<sup>st</sup> day of December, 1997.

KLAHR & KLAHR, INC.

By Lorraine Klahr  
Its President

ATTEST:

M. J. Felt  
Secretary

STATE OF IDAHO            )  
                                      ) ss.  
County of Canyon         )

Lorraine Klahr and Mark Flitton, being first duly sworn, depose and say:

That they are the President and Secretary, respectively, of Klahr & Klahr, Inc., an Idaho corporation, and are the persons who executed the above and foregoing Articles of Amendment on behalf of the corporation, have read the foregoing Articles of Amendment to the Articles of Incorporation of Klahr & Klahr, Inc., know the contents thereof, and believe the facts therein stated to be true and correct to the best of their knowledge and belief.

Dated this 31st day of December, 1997.

Lorraine Klahr

President

Mark J. Flitton

Secretary

SUBSCRIBED AND SWORN TO before me this 31 day of December, 1997.

Wayne H. Rute

Notary Public for Idaho

My Commission Expires: Nov 13, 2001

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