

State of Idaho

Department of State

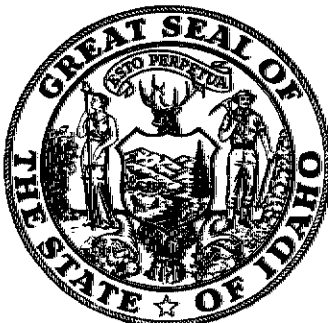
CERTIFICATE OF AMENDMENT OF

WESTERN FOOD MACHINERY, INC.
File Number C 112234

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 WESTERN FOOD MACHINERY, INC., changing the corporate name to BROWN PROCESS AND TECHNOLOGY, INC., duly executed 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: September 6, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

ARTICLES OF AMENDMENT

WESTERN FOOD MACHINERY, INC.

SEP 6 8 26 AM '96
SECRETARY OF STATE
STATE OF IDAHO

Pursuant to the authority contained in Idaho Code §30-1-58, the undersigned, being the Incorporators of Western Food Machinery, Inc., an Idaho Corporation, do hereby take and adopt the following action, in writing, without meeting:

Amendment of Articles of Incorporation. Paragraph I of the Articles of Incorporation is hereby amended as follows:

The name of the Corporation is hereby changed to:

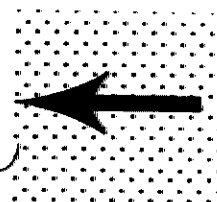
BROWN PROCESS AND TECHNOLOGY, INC.

The Incorporators, on behalf of the Corporation, hereby adopt this Amendment to the original Articles of Incorporation attached hereto. The Incorporators hereby amend the name of the Corporation from Western Food Machinery, Inc., to Brown Process Technology, Inc. to more generally cover the kind of business in which the corporation is now engaged. Said Corporation shall be known by the new name, Brown Process and Technology, Inc., upon filing with the Secretary of State, and upon receipt of this Articles of Amendment.

In witness whereof, we have hereunto subscribed our names this 15 day of August, 1996.


MATHIEW MARK BROWN


DIANE MARIE BROWN



ARTICLES OF AMENDMENT

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IDAHO SECRETARY OF STATE
DATE 09/09/1996 0900 23569

EX #: 6166 CUST# 70574

AMEND PROF

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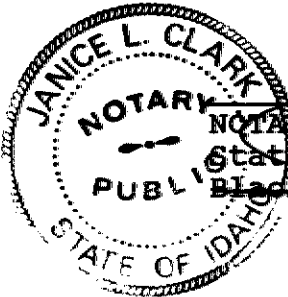
#:

STATE OF IDAHO)
 : ss
County of ~~Bingham~~)
 Bannock

On this 15 day of August, 1996, before me personally appeared MATHEW MARK BROWN, an officer of the corporation, who executed this instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

My cmn exprs:

6-1-99



Janice L. Clark
NOTARY PUBLIC in and for the
State of Idaho, residing at
~~Blackfoot~~ therein.

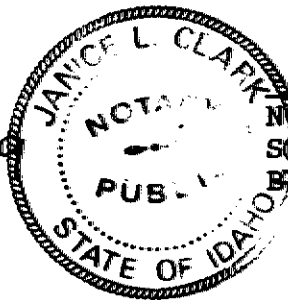
Pocatello

STATE OF IDAHO)
 : ss
County of ~~Bingham~~)
 Bannock

On this 15 day of August, 1996, before me personally appeared DIANE MARIE BROWN, an officer of the corporation, who executed this instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

My cmn exprs:

6-1-99



Janice L. Clark
NOTARY PUBLIC in and for the
State of Idaho, residing at
~~Blackfoot~~ therein.

Pocatello

SEP 6 8 27 AM '96
SECRETARY OF STATE
STATE OF IDAHO

AMENDED ARTICLES OF INCORPORATION OF
WESTERN FOOD MACHINERY, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is hereby changed to **BROWN PROCESS AND TECHNOLOGY, INC.**

II.

The period of its duration is perpetual.

III.

The purpose or purposes for which the corporation is organized is for the transaction of any and all lawful business as engineering consultants, and sales of machinery, and any and all purposes for which corporations may be incorporated under this act.

IV.

The authorized capital stock of this corporation shall consist of 100,000 shares of common stock having a par value of FIVE CENTS (\$.05) per share and an aggregate par value of FIVE THOUSAND DOLLARS (\$5,000.00), fifty-one percent (51%) belonging to DIANE MARIE BROWN; and the remaining forty-nine (49%) belonging to MATHEW MARK BROWN; said shares shall be issued fully paid and shall not be subject to an assessment.

V.

The private property of the shareholders shall not be subject to the payment of corporate debts to any extent whatsoever. This corporation shall commence doing business when at least FIVE

THOUSAND DOLLARS (\$5,000.00) has been received as consideration for the issuance of capital stock.

VI.

The address of the initial register office of the corporation is 13084 Billy Ln., Pocatello, ID, 83202, and the name of its initial registered agent at such address is MATHEW MARK BROWN.

VII.

This corporation shall have the power and authority to buy its own stock and hold the same as treasury stock or to sell or otherwise dispose of the same.

VIII.

The number of directors constituting the initial Board of Directors of this corporation is two (2). The name and address of that person who shall serve as director until his successor is elected and qualified is MATHEW MARK BROWN of 13084 Billy Ln., Pocatello, Idaho, 83202.

IX.

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
DIANE MARIE BROWN	13084 Billy Ln.; Pocatello, ID 83202
MATHEW MARK BROWN	13084 Billy Ln.; Pocatello, ID 83202

X.

It is expressly provided and made a part of any contract of subscription to the stock of this corporation that every stockholder or shareholder of this corporation before selling any stock belonging to himself shall offer to sell the same to the corporation at the fair book value of said stock at the time such offer is made. In the event the corporation declines to purchase

such stock after being given said offer in writing, every shareholder and stockholder before selling any such stock shall offer the same to the remaining shareholders and stockholders at the fair book value of such stock at the time such offer is made. In case of disagreement of what the fair book value is at any such time, the matter in dispute shall be arbitrated. Any attempt of sale of any stock to a person or persons other than as heretofore expressed shall be void.

XI.

The right and power to amend, appeal, alter, rescind and adopt the By-Laws of this corporation and to adopt new By-Laws is expressly conferred upon the Board of Directors of this corporation as provided by statute.

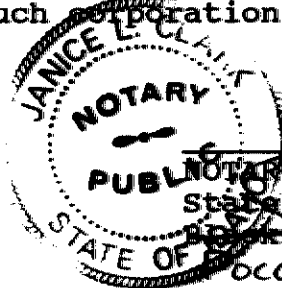

MATHEW MARK BROWN


DIANE MARIE BROWN

STATE OF IDAHO)
 : ss
County of ~~Bingham~~)
 Bannock

On this 15 day of August, 1996, before me personally appeared MATHEW MARK BROWN, an officer of the corporation, who executed this instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

My cmn exprs: 6-1-99

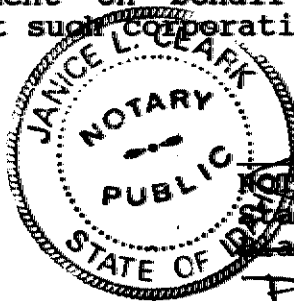


Janice S. Clark
NOTARY PUBLIC in and for the
State of Idaho, residing at
~~Pocatello~~ Pocatello

STATE OF IDAHO)
 : ss
County of ~~Bingham~~)
 Bannock

On this 15 day of August, 1996, before me personally appeared DIANE MARIE BROWN, an officer of the corporation, who executed this instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

My cmn exprs: 6-1-99



Janice S. Clark
NOTARY PUBLIC in and for the
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