

**FILED EFFECTIVE**

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
PROTEAM, INC.**

04 APR 27 PM 3:07

SECRETARY OF STATE  
STATE OF IDAHO

Pursuant to the provisions of Section 30-1-1003 and 30-1-1006 of the Idaho Business

Corporation Act (the "Act"), ProTeam, Inc., an Idaho corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** The name of the Corporation is **PROTEAM, INC.**

**SECOND:** At a meeting held on April 20, 2004, the shareholders of the Corporation adopted and approved the following amendments to the Articles of Incorporation of the Corporation as filed August 27, 1987, as amended June 14, 1994, December 22, 1998, and March 28, 2002:

A. The existing Article Fifth is deleted in its entirety and a new Article Fifth, as set fourth below, is added to the Articles of Incorporation of the Corporation

**FIFTH**

Shareholders shall not have a pre-emptive right to acquire the Corporation's unissued or treasury shares.

**THIRD:** The number of shares of the Corporation outstanding at the time of such adoption was 2,762,235; and the number of common shares entitled to vote thereon was 2,541,977.

**FOURTH:** The number of shares voted for such amendment was 2,493,602, and the number of shares voted against such amendment was 48,375.

DATED this 20<sup>th</sup> day of April, 2004.

ProTeam, Inc.

By: \_\_\_\_\_

Larry R. Shideler,

IDAHO SECRETARY OF STATE  
04/27/2004 05:00  
CK: 91242 CT: 20168 BH: 741760  
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