

ARTICLES OF AMENDMENT

OCT 28 12 50 PM '97

To the Secretary of the State of Idaho, the undersigned corporation amends its articles of incorporation as follows:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is Allports of Idaho, Inc.

On October 28, 1997, a special meeting of the Directors of Allports of Idaho, Inc., was held at the office of the Corporation at 1507 Garfield Street, Boise, Idaho, as requested by the President, Susan Berube.

2. The text of each amendment is as follows:

Amendment #1: There was a unanimous decision to change the name of the Corporation from Allports of Idaho, Inc., to Allports, Inc. The two shareholders were present, as well as the Directors of the Corporation, and have used their power to adopt this change. Therefore, the name of the Corporation is now Allports, Inc.

Amendment #2: There was also a unanimous decision to grant consent for another Idaho-based company to use the name Allports LLC International.

3. The date of the adoption of the amendments was October 28, 1997.
4. The amendments were approved by the shareholders as follows:
 - a) The number of shares entitled to vote: 510,000 shares
 - b) The number voting for the adoption of the amendments: 510,000 shares
 - c) The number voting against the adoption of the amendments: 0 shares

Dated: 10/28/97

Signed by: Susan A. Berube
President

IDAHO SECRETARY OF STATE

10/28/1997 09:00
CX: 1492 CT: 85072 BH: 50773

1 @ 30.00 = 30.00 AMEND PROF

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