

# *State of Idaho*

## **Department of State**

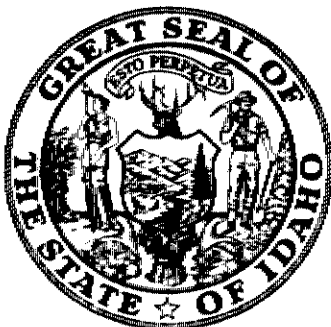
### **CERTIFICATE OF AMENDMENT OF**

**HENRY-GRIFFITTS, INC.  
File Number C 79106**

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 HENRY-GRIFFITTS, 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: December 22, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Louisa Harold*

Dec 22 10 55 AM '95  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
HENRY-GRIFFITTS, INC.

Articles of Amendment to the Articles of Incorporation of HENRY-GRIFFITTS, INC.  
are herein executed by said Corporation pursuant to the provisions of Section 30-1-59, et seq.,  
of the Idaho Business Corporation Act, as follows:

1. The name of the Corporation is HENRY-GRIFFITTS, INC.
2. The amendments to the Articles of Incorporation of said Corporation are as follows:

A. Paragraph 1, Article V shall be amended to read  
as follows:

"ARTICLE V

1. The aggregate number of shares this  
Corporation shall have authority to issue is five  
million (5,000,000) shares, consisting of two (2)  
classes as follows:

VOTING COMMON: Two Million Five  
hundred Thousand  
(2,500,000) shares  
with a par value of  
Ten Cents (\$.10) per  
share.

NONVOTING COMMON: Two Million Five  
Hundred Thousand  
(2,500,000) shares  
with a par value of  
Ten Cents (\$.10) per  
share."

B. Article III shall be amended to read as follows:

IDAHO SECRETARY OF STATE  
DATE 12/22/1995 0900 24476

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### "ARTICLE III

Shareholders of this Corporation shall not have preemptive rights to acquire additional shares offered for sale by this Corporation."

C. A new Article IX shall be added to read as follows:

### "ARTICLE IX

Shareholders of this Corporation shall not have cumulative voting rights."

3. The date of the adoption of said amendment by the shareholders of the Corporation is 12/20, 1995.

4. The number of shares outstanding of Corporation is twenty-one thousand fifty-two (21,052) shares, all of which are entitled to vote.

5. The number of shares voting for and against said amendment, respectively, were as follows:

For Amendment	<u>19,400</u> Shares
Against Amendment	<u>0</u> Shares

6. The stock split approved by the directors pursuant to which this Amendment is executed provides for the exchange, reclassification, or cancellation of issued shares in that each shareholder of the Corporation's currently outstanding voting and nonvoting common stock would be given the opportunity to exchange one (1) of such shares, having a par value of Ten Cents (\$.10) per share for twenty-five (25) shares of voting or nonvoting common stock, respectively, having a par value of Ten Cents (\$.10) per share. All of the currently outstanding shares which are exchanged in the stock split will be canceled.

7. The amendment effects an increase in the amount of stated capital of the Corporation from two hundred thousand (200,000) shares with a par value of Ten Cents (\$.10) per share to five million (5,000,000) shares with a par value of Ten Cents (\$.10) per share.

DATED this 20 day of December, 1995.

HENRY-GRIFFITTS, INC.

By

Ross Henry  
Title President

By

Gene R. Christie  
Title Secretary

STATE OF IDAHO )

:SS

County of Kootenai )

Ross Henry, being first duly sworn on oath, deposes and says:

That I am the President of HENRY-GRIFFITTS, INC.; that I have read the within and foregoing Articles of Amendment to Articles of Incorporation; know the contents thereof, and believe the same to be true.

SUBSCRIBED AND SWORN TO before me this 20 day of

December, 1995.

Jody K. Hamilton  
Notary Public in and for the State  
of Idaho, residing at Spokane

My Commission Expires 12/15/96

