

## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

**BEXCO, INC.**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **7th** day of **September** 19 **78**, original articles of amendment, as provided by Section s 30-146 and 30-147, Idaho code, **Increasing its authorized capital stock to \$50,000 and amending Article X**

and that the said articles of amendment contain the statement of facts required by law, and are **will be** /recorded on ~~Film~~ **microfilm** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **7th** day of **September**, A. D., 19 **78**.

Secretary of State

RECEIVED

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
of

BEXCO, INC. SECRETARY OF  
STATE

The undersigned, being all of the shareholders of Bexco, Inc., an Idaho corporation, do hereby consent to, adopt and approve in writing the following amendment to the Articles of Incorporation of Bexco, Inc., pursuant to the provisions of Section 30-146 and 30-147 of the Idaho Code, to-wit:

The whole of Article VI is hereby deleted from the Articles of Incorporation, and a new Article VI is hereby approved and adopted, which shall read as follows, to-wit:

"ARTICLE VI

(a) The amount of the capital stock of this corporation shall be, and is, 50,000 shares of stock at par value of \$1.00 each, making an aggregate stock of \$50,000.00, which stock shall not be issued until fully paid for and once so issued shall be non-assessable.

(b) Stockholders of the corporation shall have preemptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stockholders of the corporation.

(c) In all elections for Directors of this corporation, every Shareholder shall have the right to vote in person or by proxy the number of shares of stock owned by him for as many persons as are Directors to be elected or to cumulate his said shares and give any one candidate as many votes as the number of Directors multiplied by the number of his shares of stock shall equal, or to distribute them on the same principle among as many candidates as he shall think fit, and such Directors shall not be elected in any other manner."

Further, an additional Article, being Article X, is hereby approved and adopted, which shall read as follows:

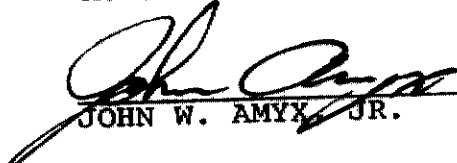
"ARTICLE X

No contract or other transaction between the corporation and any other corporation and no act

of the corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors; and any Director of the corporation who is also a director or officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or such transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested."

IN WITNESS WHEREOF, the undersigned shareholders have hereunto set our hands this 23<sup>rd</sup> day of August, 1978.

  
GAYLE B. ALLEN

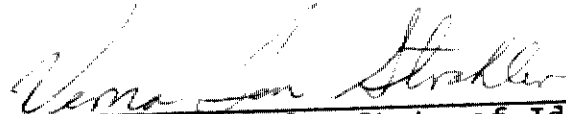
  
JOHN W. AMYX, JR.

  
ROBERT R. ANDERSON

STATE OF IDAHO           )  
                                  : ss.  
County of                )

On this 23<sup>rd</sup> day of August, 1978, before me, a Notary Public in and for said State, personally appeared GAYLE B. ALLEN, JOHN W. AMYX, JR. and ROBERT R. ANDERSON, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

  
Notary Public for State of Idaho  
Residing at: Boise  
My Commission Expires: Continues