

# State of Idaho

## Department of State

### CERTIFICATE OF AMENDMENT OF

JIMMY D'S, INC.  
File Number C 97249

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 JIMMY D'S, INC., changing the corporate name to THE WINE CELLAR, INC., duly signed and verified 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: March 6, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl DeVries*

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ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
JIMMY D'S, INC.

Articles of Amendment of the Articles of Incorporation of JIMMY D'S, 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 JIMMY D'S, INC.
2. The amendments to the Articles of Incorporation of said Corporation are as follows:

(a) ARTICLE FIRST shall be amended to read as follows:

"The name of this Corporation shall be THE WINE CELLAR, INC."

(b) ARTICLE SEVENTH shall be amended to read as follows:

"The address of the registered office of the Corporation is 313 Sherman Avenue, Coeur d'Alene, Idaho 83816. The name of the Corporation's registered agent at such address is James M. Duncan.

3. The date of the adoption of said amendments by the shareholders of the Corporation is February 24<sup>th</sup>, 1995.

4. The number of shares outstanding of Corporation is five thousand (5,000) 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	5,000 Shares
Against Amendment	-0- Shares

6. The amendment does not provide for the exchange, reclassification, or cancellation of issued shares.

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7. The amendment does not effect a change in the amount of stated capital of the Corporation.

DATED this 24<sup>th</sup> day of February, 1995.

JIMMY D'S, INC.

By James M. Duncan  
Its President

By Daniel A. Simon  
Its Secretary

STATE OF IDAHO )  
County of Kootenai ) :ss

JAMES M. DUNCAN, being first duly sworn on oath, deposes and says:

That I am the President of JIMMY D'S, 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.

James M. Duncan  
JAMES M. DUNCAN

SUBSCRIBED AND SWORN to before me this 2 <sup>March</sup> day of February, 1995.

Shirley A. Grant  
Notary Public in and for the State  
of Idaho, residing at Coeur d'Alene. Spirit Lake

My commission expires: 11-11-2000