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State of Idaho

Department of State

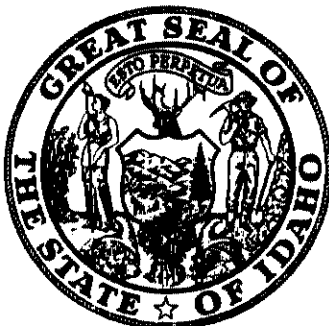
AMENDED CERTIFICATE OF AUTHORITY OF

ROC PROPERTIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ROC PROPERTIES, INC. for an Amended Certificate of Authority to transact business in this State, 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 Amended Certificate of Authority to ROC GP CORP. to transact business in this State under the name ROC GP CORP. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: December 14, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Rinkis*

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on February 13
19 92, authorizing it to transact business in the State of Idaho under the name of _____

ROC PROPERTIES, INC.

2. Its corporate name has been changed to ROC GP CORP.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is ROC GP CORP.

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated November 23, 19 92.

ROC GP CORP.

By Rees F. Davis, Jr.

Rees F. Davis, Jr., Its Vice President

And Roberta M. Hayhurst

Roberta M. Hayhurst, Its Corporate Secretary

STATE OF Colorado)
COUNTY OF Arapahoe) ss:

I, DEBRA LEA THOMPSON, a notary public, do hereby certify that on this 23rd day of November, 19 92,
at 1000 37910 2
CK #: 5580 CUST# 1
per DEBRA LEA THOMPSON 30.00 30.00

** 2

(continued on reverse)

before me Roberta M. Hayhurst & Roes F. Davis Jr. who being by me first duly sworn,
declared that ~~he~~ ^{they are} the Corporate Secretary of ROC GP Corp
& Vice President

^{they} that he signed the foregoing document as Corporate Secretary & of the corporation and
that the statements therein contained are true. Vice President

Debra Lee Thompson

Notary Public



DEC 14 9 32 AM '92
SECRETARY OF STATE

STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

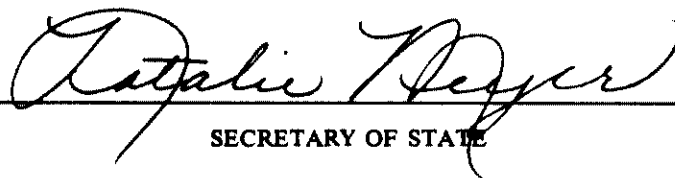
I, NATALIE MEYER, Secretary of State of the State of
Colorado hereby certify that ACCORDING TO THE RECORDS OF
THIS OFFICE, A CERTIFICATE OF AMENDMENT DATED MARCH 23,
1992, WAS ISSUED FOR A CHANGE OF CORPORATE NAME OF

ROC PROPERTIES, INC.
(COLORADO CORPORATION)

TO

ROC GP CORP.

Dated: DECEMBER 4, 1992



SECRETARY OF STATE