

26471

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

EDMARK AUTO INC.

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 EDMARK AUTO 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.

December 31, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Doris J. Harnsworth

Corporation Clerk

DEC 31 4 17 PM '91

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
EDMARK AUTO INC.

KNOW ALL MEN BY THESE PRESENTS: That at a Special Joint Meeting of Shareholders and Directors held on the 23rd day of December, 1991, pursuant to written Waiver of Notice and Consent executed by all of the shareholders and directors of the corporation, the following resolution was unanimously adopted by vote of approval of all of the shareholders of the corporation as follows, to-wit:

BE IT RESOLVED, that Article VI of the Articles of Incorporation of Edmark Auto Inc. be and the same is hereby amended and modified to read as follows:

"ARTICLE VI.

That the amount of authorized voting common capital stock of said corporation shall be Two Hundred Thousand Dollars (\$200,000.00) divided into two thousand (2,000) shares with the par value of One Hundred Dollars (\$100.00) each.

That the amount of authorized non-voting common capital stock of said corporation shall be divided into one thousand (1,000) shares with no par value.

Each share of voting common stock shall have the same rights, privileges and voting power and shall be non-assessable. Each share of non-voting common stock shall have the same rights and privileges as each other share of both voting and non-voting common stock and shall be non-assessable, but none of the

shares of non-voting common stock shall be entitled to vote."

The remaining and preceding Articles of said Articles of Incorporation of Edmark Auto Inc. shall remain the same and shall not be amended or modified in any way except as the same appear to this date.

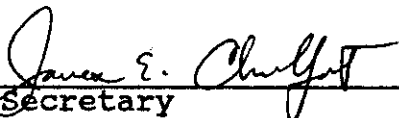
There are 274 shares of stock of the corporation currently outstanding, all of which were entitled to vote on the said amendment, and all of which were cast in favor of said amendment.

DATED this 27 day of December, 1991.

EDMARK AUTO INC.

By 
Its President

ATTEST:


Secretary

STATE OF IDAHO)

County of Canyon)

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I, CELESTINA CANTU, a notary public, do hereby certify that on this 27th day of December, 1991, personally appeared before me DAVID EDMARK and JAMES CHALFANT, who, being by me first duly sworn, declared that they are the President and Secretary, respectively, of EDMARK AUTO INC., that they signed the foregoing document as President and Secretary, respectively, of the corporation, and that the statements therein contained are true.

Celestina Cantu
Notary Public for Idaho
Commission expires: 10/7/97

(SEAL)

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