

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

SHILOH CORPORATION

File Number C 83083

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 SHILOH CORPORATION 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: August 1, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

On this 5th day of July, 1994, the Board of Directors of Shiloh Corporation held a meeting and passed a resolution to amend it's articles of incorporation.

To the extent permitted by law, to act as agent or broker for insurance companies in soliciting and receiving applications for fire, casualty, plate glass, automobile, truck and other motor vehicle, burglary, marine insurance, credit life and disability insurance, and all other kinds of insurance, the collection of premiums, and doing such other business as may be delegated to agents or brokers by such companies and to conduct a general insurance agency and insurance brokerage business.

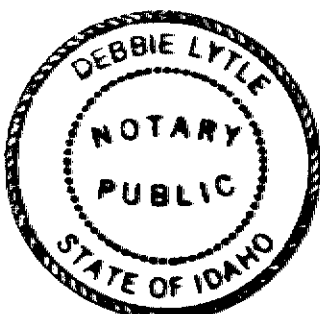
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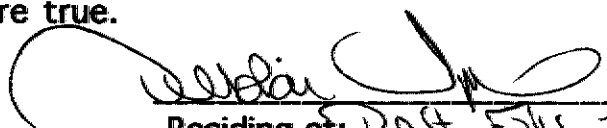

D. G. Reed, President


Teena Eixenberger,
Secretary-Treasurer

State of Idaho)
) ss
County of Kootenai)

I, Debbie Lytle, a notary public, do hereby certify that on this 5th day of July, 1994, personally appeared before me D.G. Reed who, being by me first duly sworn, declared that he is the President of Shiloh Corporation, and Teena Eixenberger who, being by me first duly sworn, declared that she is the Secretary-Treasured of Shiloh Corporation that they signed the foregoing document as President and Secretary-Treasure of the corporation, and that the statements therein contained are true.




Residing at: Post Falls Id
My commission expires: 10-6-94

Shareholders, D.G. Reed and Terry R. Jordan being the only two shareholders in Shiloh Corporation do hereby vote in favor of the adoption of the preceding resolution to amend the articles of incorporation as passed by the Board of Directors of Shiloh Corporation.

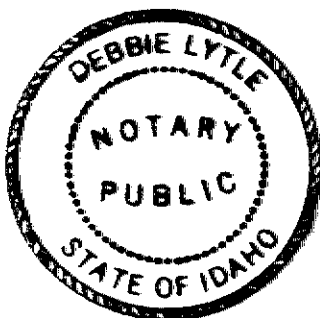
Dated this 5th day of July 1994.


D.G. Reed, Shareholder (900 shares)


Terry R. Jordan, Shareholder (300 shares)

State of Idaho)
) ss
County of Kootenai)

I, Debbie Lytle, a notary public, do hereby certify that on this 5th day of July, 1994, personally appeared be for me D.G. Reed and Terry R. Jordan who, being by me first duly sworn, declared that they are the Shareholders of Shiloh Corporation, that they signed the foregoing document as the Shareholders of the corporation, and that the statement therein contained are true.




Residing at: Post Falls ID

My commission expires: 10-6-94