

State of Idaho

Department of State

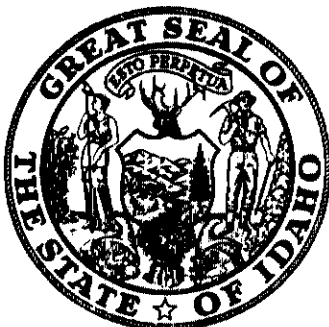
CERTIFICATE OF AMENDMENT OF

FS MERGER SUB, 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 FS MERGER SUB, INC., changing the corporate name to FIRST SECURITY MERGER SUB, 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: April 14, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By 

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FS MERGER SUB, INC.**

FS MERGER SUB, INC., a corporation duly organized and existing under the laws of the State of Idaho, does hereby amend its Articles of Incorporation pursuant to the Idaho Business Corporation Act, Section 30-1-58 et. seq., Idaho Code annotated, as follows:

FIRST. The name of the corporation is FS Merger Sub, Inc.

SECOND. The Articles of Incorporation are amended to delete Article I in its entirety and substitute the following:

ARTICLE I - NAME

The name of this corporation is:

First Security Merger Sub, Inc.

THIRD. The foregoing amendment was duly adopted pursuant to the unanimous written consent of the sole shareholder of the Corporation dated March 29, 1994.

FOURTH. The number of shares outstanding, and the number of shares entitled to vote on the amendment, are as follows:

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<u>Designation</u>	<u>Number of Shares Outstanding Eligible to Vote</u>
Common Stock	1,000

The Corporation has only a single class of voting common stock.

FIFTH. The number of shares voted for and against the amendment are as set forth below.

<u>Common Stock</u>	
<u>Voted for Amendment</u>	<u>Voted Against Amendment</u>
1,000	None

The number of votes cast for the amendment by the holders of common stock is sufficient to approve the amendment.

SIXTH. The address to which the Division of Corporations and Commercial Code may send a copy upon completion of the filing is:

RAY, QUINNEY & NEBEKER
c/o Katie A. Eccles
79 South Main Street
P.O. Box 45385
Salt Lake City, UT 84145-0385

IN WITNESS WHEREOF, the Vice-President and Secretary of the Corporation have executed these Articles of Amendment this 29th day of March, 1994.

FS MERGER SUB, INC.


By: Morgan J. Evans
Its: Vice-President

Mike Caughlin
By: Mike Caughlin
Its: Secretary

VERIFICATION

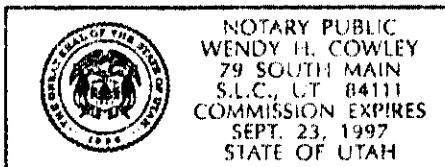
Under penalties of perjury, I, Morgan J. Evans, declare that I am the Vice-President of FS Merger Sub, Inc., that I signed the foregoing document on behalf of the corporation and that the statements contained therein are true and correct to the best of my knowledge.

Morgan J. Evans
Morgan J. Evans

VERIFICATION

STATE OF UTAH)
 : ss
COUNTY OF SALT LAKE)

I, Wendy H Cowley, do hereby certify that on this 29th day of March, 1994, personally appeared before me Morgan J Evans who, being by me first duly sworn, declared that he is the Vice President of FS Merger Sub, Inc. that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.



My Commission Expires:
Sept 23, 1997

Wendy H Cowley
Notary Public
Residing at: 79 So Main
SLC UT 84111