

# State of Idaho

## Department of State

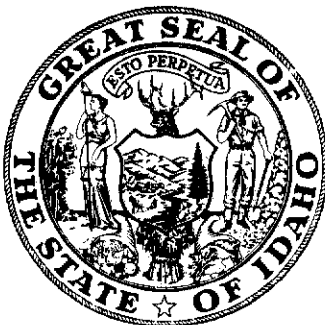
### CERTIFICATE OF AMENDMENT OF

RESOURCE CONSOLIDATED, INC.  
File Number C 86221

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 RESOURCE CONSOLIDATED, INC., changing the corporate name to CHOU'S, INC., duly executed 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: May 9, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Shirley J. Clark*

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
RESOURCE CONSOLIDATED, INC.

97 MAY -9 AM 8:49  
SECRETARY OF STATE  
STATE OF IDAHO

Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, Resource Consolidated, Inc. has adopted the following Articles of Amendment to its Articles of Incorporation:

I

The name of the corporation is Resource Consolidated, Inc.

II

The following amendment to the Articles of Incorporation was adopted by the shareholders and directors of the corporation on April 25, 1997, in the manner prescribed by the Idaho Business Corporation Act:

RESOLVED, that Article I. of the Articles of Incorporation of the corporation be amended to read as follows:

I.

The name of the corporation is Chou's, Inc.

III

The number of shares of the corporation outstanding at the time of such adoption was 90,000, and the number of shares entitled to vote thereon was 90,000.

IV

The number of shares voted for such amendment was 90,000, and the number of shares voted against such amendment was 0.

ARTICLES OF AMENDMENT - 1

IDAHO SECRETARY OF STATE  
DATE 05/09/1997  
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V

Such amendment does not effect a change in the amount of stated capital of the corporation.

DATED this 25 day of April, 1997

RESOURCE CONSOLIDATED, INC.

By: [Signature]  
President

By: Jan Mei Chou  
Secretary

STATE OF IDAHO            )  
                                      ) ss.  
County of Ada             )

Phillip W. Chou, being first duly sworn, deposes and says:

That he is the President of Resource Consolidated, Inc., an Idaho corporation, and is one of the persons who executed the above and foregoing Articles of Amendment to the Articles of Incorporation of Resource Consolidated, Inc., and that the facts set forth in said Articles of Amendment are true and correct.

[Signature]  
President

SUBSCRIBED AND SWORN to before me, this 25 day of April, 1997.

Len Ann Roberts  
Notary Public for Idaho  
Residing at Boise, Idaho  
My Commission Expires: 7-31-2001