ARTICLES OF AMENDMENT OF NWR. INC.

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Kenneth A. Wilkinson, being over the age of eighteen (18) years of age and a cruzen of the United States of America, for the purpose of amending a corporation under the Idaho Business Corporation Act, as amended, hereby amends Articles IV and IX of the Articles of Incorporation of NWR, Inc.

ARTICLE IV

This corporation shall have authority to issue two (2) classes of stock to be designated "Common Stock" and "Preferred Stock". The aggregate number of shares of capital stock that the corporation is authorized to issue is One Hundred Thousand and One (100,001) shares comprised of One Hundred Thousand (100,000) shares of Common Stock, par value of One (\$1.00) Dollar per share and One (1) share of Preferred Stock, par value One (\$1.00) Dollar per share.

Designation of Series A:

The Series A Preferred Stock is designated as a Super Voting Preferred Stock comprised of One (1) share which shall have the following preferences, powers, designations, and other special rights:

- <u>Section 1.</u> **Designation and Amount.** By amendment dated August 28, 2019, the corporation established One share of Series A Super Voting Preferred Stock, par value \$1.00 per share, and the single (1) share is hereby designated as "Series A Super Voting Preferred Stock" (the "Super Voting Stock").
- Section 2. Voting. Except as otherwise required by law, the Holder of the Series A Super Voting Preferred Stock shall have super voting rights representing not less than Seventy-five (75%) of the then issued and outstanding voting capital stock at the record date for the determination of the shareholders entitled to vote on matters or, if no such record date is established, at the date such vote is taken or any written consent of such shareholders is affected and the holders of Common Stock and any other shares entitled to vote being entitled to their proportional share of the remaining 25% of the total votes based on their respective voting power. The holder of the Series A Super Voting Preferred Stock shall vote together with the holders of Common Stock as a single class upon all matters submitted to the Common Stock shareholders.
- Section 3. Dividends. The holder of Series A Super Voting Preferred Stock of the Corporation shall not be entitled to receive dividends paid on the Corporation's Common Stock.
- Section 4. **No Liquidation Preference**. Upon liquidation, dissolution and winding up of the Corporation, whether voluntary or involuntary, the holders of the Series A Super Voting Preferred Stock then outstanding shall not be entitled to receive out of the assets of the Corporation, whether from capital or earnings available for distribution, any amounts which will be otherwise available to and distributed to the Common Stockholders.

<u>Section 5</u>. **No Conversion**. The shares of Series A Super Voting Preferred Stock will not be convertible into the shares of the Corporation's Common Stock.

Stock. The affirmative vote at a meeting duly called for such purpose, or written consent without a meeting, of the holders of not less than One Hundred (100%) percent of the then outstanding shares of Series A Super Voting Preferred Stock shall be required for (i) any change to the Corporation's Articles of Incorporation that would amend, alter, change or repeal any of the voting powers, preferences, limitations or relative rights of the Series A Super Voting Preferred Stock, or (ii) any issuance of additional shares of Series A Super Voting Preferred Stock.

Section 7. Record Owner. The Corporation may deem the person in whose name shares of Series A Super Voting Preferred Stock shall be registered upon the registry books of the Corporation to be, and may treat him as, the absolute owner of the Series A Super Voting Preferred Stock for all purposes, and the Corporation shall not be affected by any notice to the contrary.

<u>Section 8</u>. **No Fractional Shares or Votes**. The Super Voting Stock shall not be subdivided into fractional shares, nor may the voting power be divided into lesser percentages.

ARTICLE IX

The Shareholders of this corporation will not be entitled to cumulative voting in the election of directors.

This amendment was adopted and duly approved by the unanimous consent of the shareholders on August 28, 2019 in the manner prescribed by Part 10 of the Idaho General Business Corporations law and the Articles of Incorporation.

DATED this 16th day of October 2019.

Kenneth A. Wilkinson Chief Executive Officer