

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
POWER ENGINEERS, INCORPORATED**

This Articles of Amendment to the Articles of Incorporation (the "Amendment") of POWER Engineers, Incorporated, an Idaho corporation (the "Corporation"), was duly adopted by the Directors and Shareholders of the Corporation. The Articles of Incorporation of the Corporation were filed in the office of the Idaho Secretary of State on February 27, 1976, as amended on March 11, 1985, as amended on June 7, 1985, as amended on December 2, 1999, and as amended on June 26, 2001 (the "Articles"). This Amendment is filed to reflect the vote of the Shareholders and Board of Directors to increase the authorized shares of common stock.

Pursuant to Title 30, Chapter 1, Idaho Code, POWER Engineers, Incorporated has adopted the following Articles of Amendment to its Articles of Incorporation:

1. **Name.** The name of the corporation is POWER Engineers, Inc.
2. **Amendment.** Article IV of the Articles of Incorporation is amended to read as follows:

The authorized number of Shares of common stock which the Corporation shall have authority to issue is five million two hundred fifty thousand (5,250,000).

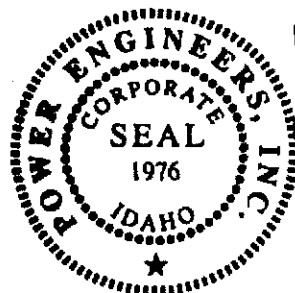
3. **Stock Split.** For explanatory purposes only, and pursuant to Idaho Code Section 30-1-1006(3), this amendment to Article IV of the Articles of Incorporation reflects: (i) a 10-for-1 stock split of the Corporation's shares of common stock issued and outstanding as of May 12, 2014 and a corresponding increase of the Corporation's authorized shares of common stock from five hundred twenty five thousand (525,000) shares to five million two hundred fifty thousand (5,250,000) shares; all as approved by the shareholders of the Corporation at the Annual Meeting of the Shareholders on May 12, 2014.

4. The record date for purposes of effectuating the 10-for-1 stock split of the Corporation's issued and outstanding shares is May 12, 2014. Pursuant to the split the Corporation shall issue each shareholder of record as of May 12, 2014 nine (9) additional new shares of common stock for every one of the shareholder's pre-split shares of common stock, wherein, post-stock split, each shareholder shall own ten (10) shares of stock for each one (1) share of pre-stock split share

5. **Approval by Directors.** The Amendment was adopted by the Board of Directors of the Corporation on August 8, 2013

6. **Shareholder Approval** Shareholder approval to the Amendment was required, and the Amendment was adopted by the shareholders at the Annual Meeting of the Shareholders on May 12, 2014, as required by Title 30, Chapter 1 of the Idaho Code

Dated: May 12, 2014



**POWER ENGINEERS, INCORPORATED**

By:

*Jack Hand*

Jack Hand  
Its: President

IDAHO SECRETARY OF STATE

05/13/2014 05:00

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