



Department of State.

CERTIFICATE OF AMENDMENT OF

THE LAKE GROUP, INC.

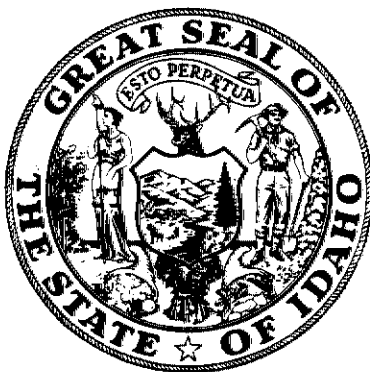
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

THE LAKE GROUP, INC.

duly signed and verified pursuant to the provisions of the Idaho Nonprofit 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 July 24, _____, 1990.



Pete T. Cenarrusa

SECRETARY OF STATE

M. Kinsman

Corporation Clerk

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
THE LAKE GROUP, INC.

JUL 24 8 34 AM '90
SECRETARY OF STATE

Articles of Amendment to the Articles of Incorporation of The Lake Group, Inc., an Idaho State Corporation, are hereby executed by said Corporation, in duplicate, pursuant to the provision of I.C. 30-1-61 and 30-1-59, as follows:

1. The name of the Corporation is The Lake Group, Inc.
2. The Amendments to the Articles of Incorporation of said Corporation are as follows:

The following Article shall be added to the Articles of Incorporation:

ARTICLE XI.

Any other provision of these Articles notwithstanding, pursuant to Section 30-1-35 of the Idaho Code, the following shall require stockholder approval:

- (i) The setting of directors', officers' and other employees' salary, benefits and other terms of employment;
 - (ii) Any borrowings by the corporation in excess of \$10,000 in any calendar year;
 - (iii) The sale of any asset not in the regular course of corporation's business;
 - (iv) Any contract or other agreement which binds the corporation (other than contracts for boat storage, boat slip rental, boat repairs, winterization, etc. which are carried on in the normal course of the corporation's business and in accordance with its customary business practices); and
 - (v) The amendment, modification or repeal of corporate bylaws.
3. The date of adoption of said Amendments by the Shareholders of the Corporation was May 21, 1990.

4. The number of shares outstanding in said Corporation is 1,503 shares, with all of said shares entitled to vote on the Amendments to the Articles of Incorporation. There were no other shares entitled to vote on said Amendments as a class or otherwise.

5. All of the 1,503 shares were voted in favor of the Amendments.

6. The Amendments did not provide for an exchange, reclassification or cancellation of issued shares.

DATED this 4th day of June, 1990.

THE LAKE GROUP, INC.

By 
CRAIG W. HILL, its President

Attest:


MELISSA PARDINI-HILL, Secretary

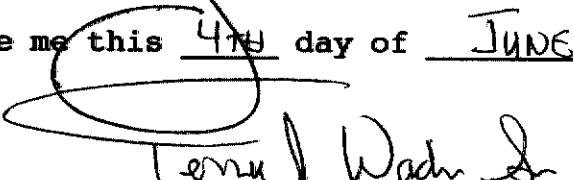
STATE OF IDAHO)
) ss.
County of Bonner)

Craig W. Hill, President of The Lake Group, Inc., being first duly sworn, upon his oath, deposes and says:

That he has read the foregoing Articles of Amendment of The Lake Group, Inc., knows the contents thereof, and believes the same to be true of his own knowledge, information and belief.


CRAIG W. HILL

SIGNED AND SWORN TO before me this 4th day of JUNE, 1990.


Terry J. Wachs
Notary Public in and for the State
of Idaho, residing at Priest Lake.
My Commission Expires: 9/1/95

STATE OF IDAHO)
) ss.
County of Bonner)

Melissa Pardini-Hill, Secretary of The Lake Group, Inc., being first duly sworn, upon her oath, deposes and says:

That she has read the foregoing Articles of Amendment of The Lake Group, Inc., knows the contents thereof, and believes the same to be true of her own knowledge, information and belief.

Melissa Pardini-Hill
MELISSA PARDINI-HILL

SIGNED AND SWORN TO before me this 4th day of JUNE,
1990.

Larry J. Wain, Jr.
Notary Public in and for the State
of Idaho, residing at Priest Lake.
My Commission Expires: 9/18/95

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