

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

TRA H. MASTERS,
~~I, HENRY C. DICKERSON~~ Secretary of State of the State of Idaho, and legal custodian of the
corporation records of the State of Idaho, do hereby certify that the

OREGON STATE PLUMBING & HEATING SUPPLY CO., INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed
in this office on the **15th** day of **January, 1954**

original articles of amendment, as provided by Sections 30-1146, 30-1147, 30-1148 and 30-1149,
Idaho Code, decreasing the authorized capitalization to \$50,000.00 divided into
500 shares of the par value of \$100.00 each and changing the corporate name to:

LEAVERTON, INC.

and that the said articles of amendment contain the statement of facts required by law, and are
recorded on Film No. **83** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have
been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed
the Great Seal of the State. Done at Boise City,
the Capital of Idaho, this **20th** day
of **January**, in the year of our Lord
one thousand nine hundred **fifty-four**,
and of the Independence of the United States of
America the One Hundred **Seventy-Eighth**.

Secretary of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF
GEM STATE PLUMBING & HEATING SUPPLY CO., INC.

WE, THE UNDERSIGNED, LAMBERT LEAVERTON AND GWENDOLYN LEAVERTON, PRESIDENT AND SECRETARY RESPECTIVELY OF GEM STATE PLUMBING & HEATING SUPPLY CO., INC., DO HEREBY CERTIFY:

1. THAT SAID GEM STATE PLUMBING & HEATING SUPPLY CO., INC. IS A CORPORATION, DULY INCORPORATED UNDER THE LAWS OF THE STATE OF IDAHO, WITH ITS PRINCIPAL PLACE OF BUSINESS AT BLACKFOOT, BINGHAM COUNTY, IDAHO.

2. THAT ON THE 13TH DAY OF JANUARY, 1954, AT THE OFFICE OF SAID CORPORATION IN BLACKFOOT, BINGHAM COUNTY, IDAHO, AT A MEETING OF THE STOCKHOLDERS OF SAID CORPORATION, AT WHICH ALL STOCKHOLDERS WERE PRESENT, THE FOLLOWING RESOLUTION WAS DULY PASSED BY THE UNANIMOUS VOTE OF ALL OUTSTANDING STOCK OF THE CORPORATION:

RESOLVED BY THE STOCKHOLDERS OF GEM STATE PLUMBING & HEATING SUPPLY CO., INC., REPRESENTING ALL OF THE SUBSCRIBED CAPITAL STOCK OF SAID CORPORATION IN MEETING DULY ASSEMBLED, THAT THE ARTICLES OF INCORPORATION BE AMENDED AND ALTERED SO THAT ARTICLE I THEREOF, SHALL READ AS FOLLOWS:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE "LEAVERTON, INC."

BE IT FURTHER RESOLVED THAT ARTICLE V OF THE ARTICLES OF INCORPORATION OF SAID CORPORATION, AS AMENDED, BE AMENDED TO READ AS FOLLOWS:

ARTICLE V

THE AMOUNT OF THE CAPITAL STOCK OF THIS CORPORATION SHALL BE \$50,000.00, DIVIDED INTO 500 SHARES OF COMMON STOCK OF THE PAR VALUE OF \$100.00 PER SHARE.

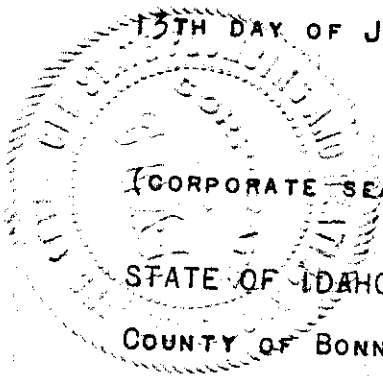
RESOLVED FURTHER, THAT THE OFFICERS OF THIS CORPORATION BE, AND THEY ARE HEREBY AUTHORIZED, EMPOWERED AND DIRECTED TO EXECUTE AND FILE ALL DOCUMENTS, AND TO DO ALL THINGS NECESSARY AND PROPER TO EFFECT THE FOREGOING AMENDMENTS.

3. THAT THE TOTAL OUTSTANDING CAPITAL STOCK OF THE CORPORATION IS 213-5/8 SHARES OF COMMON STOCK; THAT NO PREFERRED STOCK HAS BEEN ISSUED BY SAID CORPORATION; THAT 213-5/8 SHARES OF STOCK WERE PRESENT AT SAID MEETING AND VOTED THEREAT; THAT THE TOTAL VOTE IN FAVOR OF THE ADOPTION OF SAID RESOLUTION WAS 213-5/8 SHARES; THAT NO VOTES WERE CAST IN OPPOSITION TO SAID RESOLUTIONS.

4. THAT THE CAPITAL STOCK OF THE CORPORATION WILL BE REDUCED FROM \$75,000.00, DIVIDED INTO 500 SHARES OF COMMON STOCK AT THE PAR VALUE OF \$100.00 EACH AND 250 SHARES OF PREFERRED STOCK AT THE PAR VALUE OF \$100.00 EACH, TO \$50,000.00 BY RETIRING THE 250 SHARES OF UNISSUED PREFERRED STOCK OF THE COMPANY.

5. THAT GEM STATE PLUMBING & HEATING SUPPLY CO., INC. IS NOW, AND AT ALL TIMES HEREIN STATED, WAS SOLVENT AND THE REDUCTION IN CAPITAL STOCK WILL NOT REDUCE THE FAIR VALUE OF THE ASSETS OF THE CORPORATION TO AN AMOUNT LESS THAN THE TOTAL AMOUNT OF ITS DEBTS AND LIABILITIES, PLUS THE AMOUNT OF ITS CAPITAL STOCK SO REDUCED.

IN WITNESS WHEREOF, THE UNDERSIGNED PRESIDENT AND SECRETARY OF SAID CORPORATION HAVE HEREUNTO SET THEIR HANDS AND SEALS THIS 15TH DAY OF JANUARY, 1954.



Lambert Leaverton
PRESIDENT

Gwendolyn Leaverton
SECRETARY

(CORPORATE SEAL)

STATE OF IDAHO

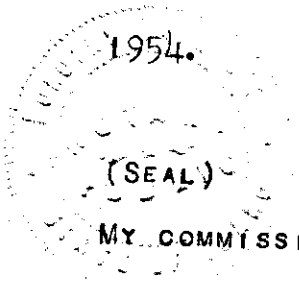
COUNTY OF BONNEVILLE

} ss.

LAMBERT LEAVERTON AND GWENDOLYN LEAVERTON, BEING FIRST DULY SWORN, EACH FOR HIMSELF AND NOT ONE FOR THE OTHER, ON OATH DEPOSES AND SAYS: THAT THEY ARE THE PRESIDENT AND SECRETARY OF GEM STATE PLUMBING & HEATING SUPPLY CO., INC., A CORPORATION; THAT THEY AND EACH OF THEM HAVE READ THE FOREGOING CERTIFICATE, KNOW THE CONTENTS THEREOF, AND THAT THE FACTS THEREIN STATED AND SET FORTH ARE TRUE.

Lambert Leaverton
Gwendolyn Leaverton

SUBSCRIBED AND SWORN TO BEFORE ME THIS 14th DAY OF JANUARY, 1954.



Dorothy L. Smith
NOTARY PUBLIC
FOR THE STATE OF IDAHO
RESIDING AT IDAHO FALLS, IDAHO

MY COMMISSION EXPIRES: May 10, 1957