



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, **GEO. H. CURTIS**, 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
STATESMAN PRINTING COMPANY

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed
in this office on the **Twenty-ninth** day of **April** 194 **4**,

original articles of amendment, as provided by Sections 29-145 and 29-146, Idaho Code Annotated, amending Article VI to increase the capital stock of the corporation to Four Hundred and Twenty-Thousand (\$420,000.00) Dollars divided into twelve hundred (1200) shares of common stock of the par value of One Hundred (\$100.00) Dollars per share, and Three Thousand (3,000) shares of preferred stock of the par value of One Hundred (\$100.00) Dollars per share; and said amendment specifying voting rights and privileges; outlining the procedure of redemption and retirement, and of the declaration of dividends,

and that the said articles of amendment contain the statement of facts required by law, and are
recorded ^{on Film Roll} ~~in Book~~ No. 2 of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That Article VI of the Articles of Incorporation has 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 **Twenty-ninth** day
of **April**, in the year of our Lord
one thousand nine hundred forty ~~four~~,
and of the Independence of the United States of
America the One Hundred **sixty-eighth**.

Secretary of State.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
STATESMAN PRINTING COMPANY

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STATE OF IDAHO)
) ss.
COUNTY OF ADA)

MARGARET COBB AILSHIE, JAMES L. BROWN, and HOWARD BALLIF , being each for herself and himself first duly sworn, depose and say:

(1) That Statesman Printing Company is and at all times herein mentioned has been a corporation duly organized and existing under and by virtue of the laws of the State of Idaho, that affiants and each of them are directors of said corporation and together constitute the Board of Directors thereof; that affiant Margaret Cobb / Ailshie and affiant James L. Brown are now and at all times herein mentioned have been, respectively, the President and Secretary of said corporation, and were Chairman and Secretary, respectively, of the special meeting of shareholders of said corporation hereinafter referred to.

(2) That pursuant to call of the Board of Directors and notice thereof to all stockholders of Statesman Printing Company, said call being made and notice given on the 14th day of March, 1944, the shareholders of said corporation met in special session at the registered / office of said corporation at 601 Main Street in the City

of Boise, State of Idaho on the 17th day of April, 1944; that all of the shareholders of said corporation on said day were present in person at said meeting and consented in writing upon the records of said meeting to the holding thereof; that the number of shares of capital stock of said corporation issued and outstanding at the time of said meeting was 420, which was the same number and the same shares issued and outstanding of record in the hands of the same holders for more than ten days immediately prior to / said meeting, and all the holders of all the said 420 shares, being the holders of all of said shares of the corporation issued and outstanding, and constituting all the voting power of all the shareholders of said corporation and a quorum, were present at and participated in said meeting in person; and the said shareholders in said meeting so assembled by unanimous vote of all said shareholders so present, being a total of 420 votes, duly made, passed and adopted one certain resolution amending Article Sixth of the Articles of Incorporation of this corporation. That the following / is a full, true and correct copy of said resolution amending Article Sixth of said Articles of Incorporation:

"BE IT RESOLVED AND IT IS HEREBY ORDERED That Article VI of the Articles of Incorporation of Statesman Printing Company be and the same is hereby amended to read as follows:

"ARTICLE VI.

"The amount of the capital stock of this corporation shall be Four Hundred and Twenty-Thousand Dollars (\$420,000.00) divided into twelve hundred (1200) shares of stock to be known as the Common Stock of the corporation / of the par value of One Hundred Dollars (\$100.00) per share and Three Thousand (3,000) shares of stock to be known as the Preferred Stock of said corporation of the par value of One hundred Dollars (\$100.00) per share.

"The voting powers of the corporation shall extend to the common stock only, and said class of stock shall be entitled to one vote for each share of stock. The preferred stock shall have no voting power for any purpose. The holders of the preferred stock shall be entitled to receive out of the net earnings or profits of the corporation, when and as declared by the Board of Directors, yearly dividends of four percent of the par value of said preferred stock. Any dividend declared on the preferred stock in any one fiscal year shall be paid solely out of the net earnings of the corporation for the preceding fiscal year and no dividend on the preferred stock shall be declared in any fiscal year, the amount of which dividend shall exceed the net earnings of the corporation for the preceding fiscal year. If the net earnings of the corporation in any one fiscal year are less than the amount required to pay the dividend rate of four percent, then no dividend shall be declared on the preferred stock in the following fiscal year. Dividends on the preferred stock shall not be cumulative from year to year but no dividends shall be declared on the common stock of the corporation in any fiscal year in which no dividend was declared on the preferred stock.

"The preferred stock of the corporation may be redeemed and retired in whole or in part at the option of the Board of Directors at any time at its par value and the amount of any dividend declared but not paid at the date of redemption. Whenever the Board of Directors determines to retire any of said preferred stock it may, in its discretion, invite offers from holders of said preferred stock for the redemption and retirement thereof to the amount of funds available for such purpose, and the Board shall have the power to determine the form and method of making such invitations. The Board shall have the right to accept or reject any offer made as the result of such invitations. In case no offerings are made that are acceptable to the Board, or the Board determines not to invite offers, or the offers accepted by the Board are not sufficient to utilize all of the funds of the corporation available for the retirement of such stock, then the Board of Directors shall determine by lot which shares of preferred stock shall be called for retirement, and shall, thereupon, give notice of such call by registered mail to the holder or holders of the shares so called for retirement at the address of such holder or holders as shown by the records of the corporation and shall publish a notice of such call for at least ten days before the date of retirement in a newspaper having a general circulation in the State of Idaho. After the date prescribed in said notice the holders of the shares of preferred stock called for redemption shall not be entitled to

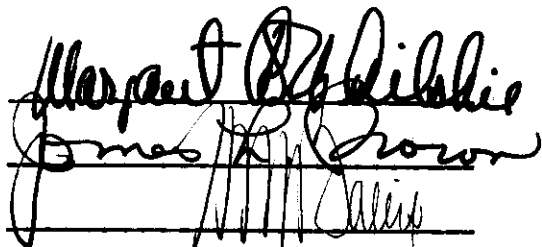
any further dividends on said stock and shall thenceforth be entitled only to demand and receive from the corporation the par value of the stock plus any declared but unpaid dividend as of the date fixed in said notice for the redemption of said stock.

"The Board of Directors may declare dividends out of the remaining net profits or undistributed surplus to holders of the common stock at any time subject only to the provisions of this article with respect to dividends on the preferred stock. /

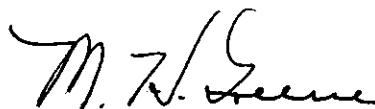
"In the event of any liquidation, dissolution, or winding-up of the business of the corporation, either voluntarily or involuntarily, the holders of preferred stock shall, after payment of the corporation's indebtedness, be entitled to be paid in full the par value of their stock, plus any declared or unpaid dividend then due thereon, before any amount shall be paid to the holders of the common stock. After said payments have been made to the holders of the preferred stock, the remainder of the assets of the corporation shall be prorated on the shares of common stock and paid to the respective holders thereof."

(3) That by the adoption of the aforesaid resolution and the proceedings aforesaid, Article Sixth of the Articles of Incorporation of this corporation has been and is amended to read as set forth in the resolution set forth in the preceding paragraph (2) hereof.

(3) That affiants were authorized and directed at said meeting to execute, verify and deliver to the Secretary of State of the State of Idaho Articles of Amendment to the Articles of Incorporation of Statesman Printing Company as herein set forth, and to do all other acts and things to make the foregoing amendment fully effective.



Subscribed and sworn to before me this 22nd day of April, 1944.


Notary Public for Idaho
Residing at Boise, Idaho /