



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, 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

H. F. MAGNUSON AND COMPANY OF COEUR D'ALENE, P.A.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **7th** day of **December** **1977**, original articles of amendment, as provided by Section **30-146 and 30-147, Idaho Code, Amending Article V**

and that the said articles of amendment contain the statement of facts required by law, and are **will be** / recorded on ~~film~~ **microfilm** 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 **7th** day of **December**, A. D., 19 **77**.

Secretary of State

MINUTES OF THE SPECIAL MEETING OF THE STOCKHOLDERS
of

H. F. Magnuson & Company of Coeur d'Alene, P.A.

77 DEC 7 AM 8 20
The special meeting of the stockholders of the corporation was held at 816 Sherman Avenue, Coeur d'Alene, Idaho on November 29, 1977, at 9:00 a.m.

SECRETARY OF
STATE

The meeting was called to order by John McHugh, the President of the corporation.

The secretary then reported that the meeting had been called pursuant to a notice of meeting and waiver of notice thereof in accordance with the bylaws. It was ordered that a copy of the notice and waiver of notice be appended to the minutes of the meeting.

The secretary then read the roll of stockholders from the stock transfer ledger. The following stockholders were present in person:

John McHugh 1 share

Len Hodge 1 share

The chairman stated that a majority of the total number of shares issued and outstanding were presented and the meeting was complete and ready to transact any business before it. The purpose of the meeting was to amend the Articles of the Incorporation of the corporation. Article V is to be amended to read as follows:

The total authorized stock of this corporation shall be as follows:

- (a) The corporation shall be authorized to issue 1,250 shares of common stock in full voting power and authority which shall have a par value of \$10 per share. Value of par value of the total authorized number of common stock to be issued by the corporation is in the amount of \$12,500.
- (b) The corporation shall be authorized to issue 1,250 shares of preferred stock, unassessable, non-voting and non-cumulative which shall bear 6% dividend rate. The preferred stock shall have a par value of \$10 per share. The total value of the preferred stock to be issued by the corporation shall be \$12,500.

The amendment was approved unanimously.

There being no further business, the meeting was adjourned.

Dated 11/29/77

John W. McHugh
President

Leonard R. Hodge
Secretary

STATE OF IDAHO)
County of Kootenai) ss.

On this 6th day of December 1977, before me

Doris Frensdorf, a Notary Public in and for said State,

personally appeared John McHugh

and Leonard Hodge

known to me to be the persons whose names are subscribed to within instrument,
and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, the day and year in this certificate first above written.

Doris Frensdorf
Notary Public for Idaho, residing at
Coeur d'Alene, Idaho

My commission expires: 9-10-81