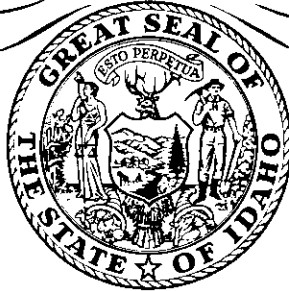


State of Idaho



Department of State

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ARNOLD WILLIAMS, 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

B & G MANUFACTURING 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 **seventh** day of **July**, 19 **59**, original articles of amendment, as provided by Section **30-146, 30-147 and 30-148,**

Idaho Code, amending Article VII, increasing capital stock to \$450,000.00, divided into 100,000 shares of Common Stock at \$1.00 per share, 500 shares of Preferred Stock at \$100.00 per share, and 30,000 shares of Participating Preferred Stock at \$10.00 per share,

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **107** 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 **seventh** day of **July**, A. D., 19 **59**.

Secretary of State

IN THE OFFICE OF THE SECRETARY OF STATE, STATE OF IDAHO

* * * * *

In the Matter of

B & G MANUFACTURING
COMPANY, INC.,

An Idaho Corporation

ARTICLES OF AMENDMENT

* * * * *

KNOW ALL MEN BY THESE PRESENTS, That pursuant to a special meeting of the stockholders of B & G Manufacturing Company, Inc., an Idaho corporation, duly noticed and held at the temporary office of the corporation at 1900 Main Street in Boise City, Ada County, State of Idaho, at the hour of 8:30 o'clock P.M. on the 16th day of June, 1959, at which meeting each, all and every of the holders of stock of said corporation were present in person, or by proxy, and at which said meeting all stock of the corporation was represented, the Articles of Incorporation of the said B & G Manufacturing Company, Inc., an Idaho corporation, were by unanimous consent of all the stockholders and the stock of said corporation duly amended.

THEREFORE, This is to certify and this does certify that Article 7 of the original Articles of Incorporation, as filed in the Office of the Secretary of State of the State of Idaho, on the 12th day of May, 1958, and duly recorded on File No. 102, records of domestic corporations of the State of Idaho, as amended by Articles of Amendment, filed on the 4th day of September, 1958, and duly recorded on File No. 104, records of domestic corporations of the State of Idaho, be further amended so that Article 7 of the said Articles of Incorporation shall read as follows:

"7

The capital of this corporation shall be \$450,000.00, divided into classes of shares having a par value, preferences, and restrictions as follows:

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Law Offices

Vernon K. Smith
1900 Main Street
Boise, Idaho

"COMMON SHARES"

The corporation is authorized to issue 100,000 shares of 'Common Shares', each having a par value of \$1.00 per share and an aggregate of \$100,000.00. 'Common Shares' shall be subject to the preferences hereinafter established in favor of the 'Preferred Shares' and the 'Participating Preferred Shares'. All 'Common Shares' shall have a right to vote one vote for each 'Common Share'.

PREFERRED SHARES

The corporation is authorized to issue 500 shares of 'Preferred Shares' of the par value of \$100.00 per share. The holders of the 'Preferred Shares' shall be entitled to receive, as and when declared by the Board of Directors, out of surplus or net profits, a preferred dividend at the rate of six (6%) per cent per annum, payable semi-annually, and in preference and prior to the payment of any dividend on the 'Common Shares'. 'Preferred Shares' may be retired or redeemed by the corporation any time after one year from the date of its issuance, upon the payment of \$100.00 per share, plus a premium of \$5.00 upon each of said shares, plus the then accumulated unpaid dividend thereon. The holders of 'Preferred Shares' shall have no voting power by reason of the ownership thereof. In the event of any receivership, conservatorship, liquidation, dissolution, or winding up of the corporation, whether voluntary or involuntary, before any payment, or other distribution, whether in cash, property, or otherwise, shall be made to the holders of 'Common Shares', the holders of 'Preferred Shares' shall be entitled to receive for each share of such stock held by them, an amount equal to the par value thereof, plus the then accumulated unpaid dividend thereon.

PARTICIPATING PREFERRED SHARES

This corporation is authorized to issue 30,000 shares, to be known as 'Participating Preferred Shares', each having a par value of \$10.00 per share, and an aggregate value of \$300,000.00, which said 'Participating Preferred Shares' shall have preferences equal to the 'Preferred Shares' and over the 'Common Shares' as follows:

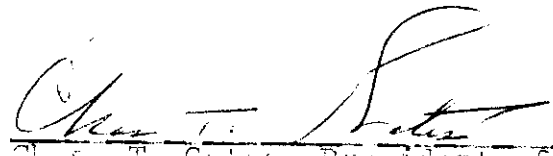
The holder of each 'Participating Preferred Share' shall annually receive a dividend equal to six per cent (6%) of the value of said share before any dividend is paid to the holders of any 'Common Share'. After the payment of said dividend, aforesaid, and the payment of dividends to the present existing 'Preferred Shares' has been made, then these said 'Participating Preferred Shares' shall further participate in the profits of said corporation, share and share alike, with the 'Common Shares' of said corporation. Said 'Participating Preferred Shares' shall be further preferred over the 'Common Shares' in that in the event that said corporation be dissolved or be wound up, the assets of said corporation shall be first paid to the 'Participating Preferred' shareholders of this issue proportionately with the

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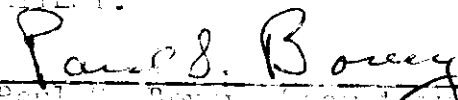
Vernon H. Smith
1900 Main Street
Boise, Idaho

"holders of 'Preferred Shares' of this corporation before any of the assets be distributed to the holders of the 'Common Shares', but after all 'Preferred' shareholders and 'Participating Preferred' shareholders have received their distributive share of the assets of said corporation equal to their par value, plus any unpaid dividend, then the holders of these said 'Participating Preferred Shares' shall share and share alike with the 'Common' shareholders in the further distribution of the assets of said corporation, if any. Each such share shall be entitled to one (1) vote."

IN WITNESS WHEREOF, We have caused these articles of amendment of the Articles of Incorporation of B & G Manufacturing Company, Inc., an Idaho corporation, to be executed this 22nd day of June, 1959, with the seal of said corporation attached hereto.


Chas. T. Gates, President of
B & G Manufacturing Company, Inc.,
an Idaho corporation, and
Chairman of the Meeting at which
the above Resolution and
Amendment was passed.

WITNESSES:


Paul S. Borey, Secretary
of B & G Manufacturing Company, Inc.,
an Idaho corporation, and Secretary
of the Meeting at which the
foregoing Resolution and Amendment
was passed.

STATE OF IDAHO)
) ss.
County of Ada)

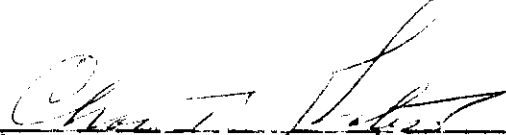
Chas. T. Gates and Paul S. Borey, each being separately,
duly sworn upon oath, depose and say:

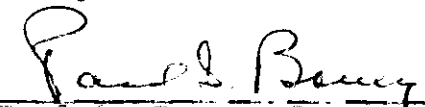
That they, and each of them, at the time of the Meeting at
which the Resolution and Amendment of the Articles of Incorporation
were passed, were the President and Secretary respectively of
B & G Manufacturing Company, Inc., an Idaho corporation, and that
the said Chas. T. Gates acted as Chairman of said Meeting and the
said Paul S. Borey acted as Secretary of said Meeting. That each,
all and every of the holders of the outstanding capital stock of

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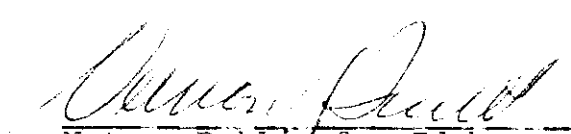
Vernon K. Smith
1900 Main Street
Boise, Idaho

said corporation were personally present at said Meeting, or were represented by proxy, and that each, all and every of the holders of the outstanding capital stock then and there signed a written consent for the holding of said meeting for the purpose of amending the Articles of Incorporation of said corporation; that the proposal of the motion for the adoption of the Resolution by which Article 7 of the original Articles of Incorporation was to be amended, as herein provided, each, all and every of the holders of the outstanding capital stock of said corporation voted in favor of the adoption of the foregoing amendment of said articles of amendment and it appearing that such amendment of the Articles of Incorporation had the unanimous consent of each, all and every of the holders of the outstanding capital stock, the Chairman of said Meeting declared the amendment duly adopted by said corporation.


Chas. T. Gater, President of
B & C Manufacturing Company, Inc.,
an Idaho corporation, and
Chairman of the Stockholders'
Meeting at which said amendment
was passed.


Paul E. Eovey, Secretary of
B & C Manufacturing Company, Inc.,
an Idaho corporation, and
Secretary of the Stockholders'
Meeting at which said amendment
was passed.

Subscribed and sworn to before me this 22nd day of June,
1922.


Notary Public for Idaho
Residing at Boise, Idaho