



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

TGI ACQUISITION COMPANY

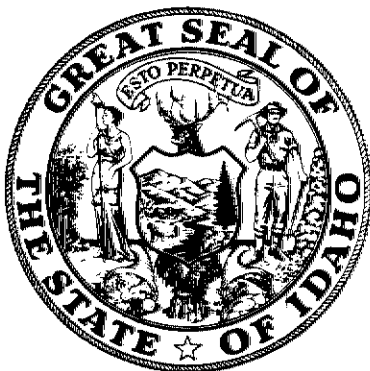
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

TGI ACQUISITION COMPANY

duly signed and verified pursuant to the provisions of the Idaho Business 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 September 6, 19 89.



Pete T. Cenarrusa

SECRETARY OF STATE

W. J. Hensman

Corporation Clerk

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
TGI ACQUISITION COMPANY

RECEIVED
SEC. OF STATE
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SECRETARY OF STATE

Randall C. Pura and Thomas Zuckerman certify that:

1. They are the initial directors of TGI Acquisition Company named in the corporation's Articles of Incorporation filed August 1, 1989 with the Idaho Secretary of State.

2. No shares of this corporation have been issued.


3. Article Fourth of the Articles of Incorporation of this corporation is hereby amended to read as follows:

"The aggregate number of shares which the corporation shall have authority to issue is ten million (10,000,000) common shares each without par value."

4. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors on August 23, 1989.

We further declare under penalty of perjury under the laws of the State of Idaho that the matters set forth in these Articles of Amendment are true and correct of our own knowledge.

Dated: 8/23, 1989



Randall C. Pura, Director



Thomas M. Zuckerman, Director

State of California)
) ss.
County of San Joaquin)

SEP 6 6 32 AM '89

SECRETARY OF STATE

I, Corinne S. Fontanilla, a notary public, ~~State~~ hereby certify that on this 24th day of August, 1989, personally appeared before me **Thomas M. Zuckerman**, who, being by me first duly sworn, declared that he is one of the initial directors of TGI Acquisition Company, that he signed the foregoing document as director of the corporation, and that the statements therein contained are true.



Corinne S. Fontanilla
Notary Public for California
Residing at: 314 W. Bianchi Road
Stockton, CA 95207
My Commission Expires: 4/5/90

State of California)
) ss.
County of San Joaquin)

SEP 6 6 33 AM '89
SECRETARY OF STATE

I, Corinne S. Fontanilla, a notary public, do hereby
certify that on this 1st day of September, 1989,
personally appeared before me **Randall C. Pura**, who, being by
me first duly sworn, declared that he is one of the initial
directors of TGI Acquisition Company, that he signed the
foregoing document as director of the corporation, and that
the statements therein contained are true.



Corinne S. Fontanilla
Notary Public for California
Residing at: 314 W. Bianchi Road
Stockton, CA 95207
My Commission Expires: 4/5/90

CORPORATE ACKNOWLEDGMENT

STATE OF CALIFORNIA)

COUNTY OF San Joaquin)

ss.

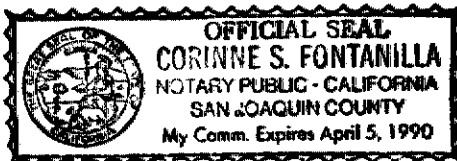
On this 24th day of August, 1989, before me,
Corinne S. Fontanilla, a Notary Public, State of
California, duly commissioned and sworn, personally appeared
Thomas M. Tuckerman, known personally to me
(or proved to me on the basis of satisfactory evidence) to be the
initial directors of the corporation, and also known to me to be
the persons who executed the within instrument on behalf of the
corporation therein named, and acknowledged to me that such
corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal, in the City of Stockton, County of
San Joaquin, on the date set forth above in this
certificate.

Corinne S. Fontanilla
Notary Public
State of California

(NOTARIAL SEAL)

My Commission expires: 4-5-1990



CORPORATE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
)
COUNTY OF _____) ss.

On this 23 day of August, 1989, before me,
Bertha Jo Lunnan _____, a Notary Public, State of
California, duly commissioned and sworn, personally appeared
Randall C. Pura _____, known personally to me
(or proved to me on the basis of satisfactory evidence) to be the
initial directors of the corporation, and also known to me to be
the persons who executed the within instrument on behalf of the
corporation therein named, and acknowledged to me that such
corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal, in the City of Salinas _____, County of
Monterey _____, on the date set forth above in this
certificate.

Bertha Jo Lunnan
Notary Public
State of California

(NOTARIAL SEAL)

My Commission expires: Dec. 16, 1991

