

State of Idaho

Department of State

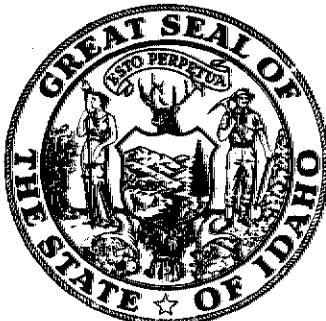
CERTIFICATE OF AMENDMENT OF

ASHLEY HEATING & AIR CONDITIONING, INC.
File Number C 116731

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 ASHLEY HEATING & AIR CONDITIONING, INC. duly executed 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: February 4, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

FEB 4 3 55 PM '97

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

ASHLEY HEATING & AIR CONDITIONING, INC.

SECRETARY OF STATE
STATE OF IDAHO

Pursuant to the provisions of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is ASHLEY HEATING & AIR CONDITIONING, INC.

SECOND: The following Amendment to the Articles of Incorporation was adopted by the incorporator by written action and consent dated January 22, 1997, in the manner prescribed by the Idaho Business Corporation Act:

RESOLVED, that Article V of the Articles of Incorporation of Ashley Heating & Air Conditioning, Inc., an Idaho corporation, be amended to read as follows:

ARTICLE V

The shares of stock to be issued by the corporation shall consist of one class only, and the aggregate number of shares which the corporation shall be authorized to issue shall be 100,000 shares of stock, having the par value of \$1.00 per share. All shares of stock shall have the same rights in such corporation and shall be nonassessable when paid in full.


BE IT FURTHER RESOLVED, that TOBY J. ASHLEY as the incorporator of the corporation prepare and file with the Office of the Secretary of State of the State of Idaho Articles of Amendment reflecting the foregoing amendment to the Articles of Incorporation.

THIRD: As of this date, no shares of the corporation have been issued or are outstanding.

DATED this 22nd day of January, 1997.

ASHLEY HEATING &
AIR CONDITIONING, INC.

By:


Toby J. Ashley, Incorporator

IDAHO SECRETARY OF STATE

DATE 02/04/1997

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CL #: 100302

CUST#: 4643

AMEND PROOF


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STATE OF IDAHO)
)ss.
County of Ada)

I, the undersigned Notary Public in and for said State, do hereby certify that on this 28 day of January, 1997, personally appeared before me TOBY J. ASHLEY who, being by me first duly sworn, declared that he is the Incorporator of ASHLEY HEATING & AIR CONDITIONING, INC., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires: 7-31-1999