

FILED/EFFECTIVE

AMENDMENT TO ARTICLES OF INCORPORATION

01 SEP -5 AM 8:28

Pursuant to Section 30-1-61 of the Idaho Code of the
SECRETARY OF STATE
STATE OF IDAHO Business Corporations Act, the undersigned corporation
STANDS UP TO STATE
ADOPTS DATED following Amendment to it's Articles of Incorporation:

1. The name of the corporation is KITCHENS PLUS, INC.

2. The following amendments to the Articles of Incorporation was adopted by the Shareholders of KITCHEN PLUS, INC. on the 1st day of August, 2001, in the manner prescribed by the laws of the State of Idaho.

Resolved that Articles V and VI of the Articles of Incorporation, be amended to read as follows:

ARTICLE V

The corporate affairs shall be conducted by a Board of Directors consisting of two (2) persons who shall be elected at the annual meeting of the membership or at a special meeting called for that purpose.

ARTICLE VI

The authorized capitalization of the Corporation shall consist of one class of 1,000 shares of voting class "A" common stock which shall have a stated value of One Hundred and No./100 Dollars per share. The stock of the Corporation shall be subject to a buy sell agreement which was adopted by the shareholders in the Original Articles of Incorporation and which agreement shall remain in effect.

As of the date of the adoption of these amended Articles, the stock of the Corporation shall be subscribed as follows: MEL LINGEL 360 shares and JOAN LINGEL 360 shares.

Be it further resolved that the said amendments are hereby adopted and approved.

3. The date of the adoption of the amendment to the Articles of Incorporation was the 1st day of August, 2001.

Executed by the undersigned in duplicate at Payette, Idaho, this 1st day of August, 2001.

4. Number of Shares of Stock entitled to vote are 720.

5. Number of Shares voting for the Amendment were 720 shares representing 100% of the shares entitled to vote.

IDAHO SECRETARY OF STATE
09/05/2001 05:00
CK: 1589 CT: 3626 MH: 417475
1 # 30.00 = 30.00 AMEND PROF # 2

KITCHENS PLUS, INC.

By Mel Lingel
President

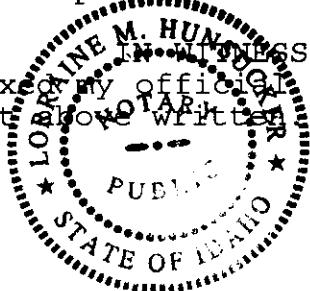
Attest:

By Joan Lingel
Secretary

STATE OF IDAHO)
: ss.
County of Payette)

On this 30th day of August, 2001, before me, the undersigned, a Notary Public in and for said State, personally appeared MEL LINGEL and JOAN LINGEL known to me to be the President and Secretary respectively, of the Corporation that executed the foregoing Amendment to Articles of Incorporation, or the persons who executed the Amendment to Articles of Incorporation on behalf of said Corporation, and acknowledged to me that such Corporation executed the same.

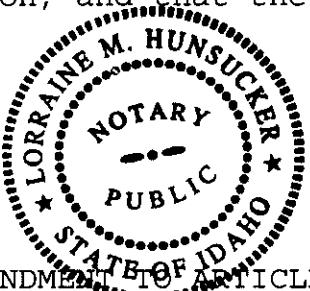
WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.



Lorraine M. Hunsucker
Notary Public for Idaho
Residing at: Frutland
My Comm. Expires: 10-30-01

STATE OF IDAHO)
: ss.
County of Payette)

I, Lorraine M. Hunsucker, a Notary Public, do hereby certify that on this 30th day of August, 2001, personally appeared before me MEL LINGEL, who, being by me first duly sworn, declared that he is the President of KITCHENS PLUS, INC., and that he signed the foregoing document as President of the Corporation, and JOAN LINGEL, who, being by me first duly sworn, declared that she is the Secretary of KITCHENS PLUS, INC. and that she signed the foregoing document as Secretary of the corporation, and that the statements therein contained are true.



Lorraine M. Hunsucker
Notary Public for Idaho
Residing at: Frutland
My Comm. Expires: 10-30-01