

34-198

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

FITZPATRICK'S - INCORPORATED

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 FITZPATRICK'S - INCORPORATED 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.

December 2, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Sheryl Daines

Corporation Clerk

DEC 2 2 57 PM '91

SECRETARY OF STATE

ARTICLES OF AMENDMENT

OF

FITZPATRICK'S - INCORPORATED

31 NOV 20 AM 8 32

The above-named corporation hereby certifies and adopts in duplicate the following amendment to its Articles of Incorporation.

1. The name of this corporation is FITZPATRICK'S - INCORPORATED.
2. The amendment adopted by the corporation is an amendment to Article V of the Articles of Incorporation, which is hereby amended to read as follows:

V.

That the total authorized stock of said corporation shall be Twenty-Five Thousand Dollars (\$25,000.00), and the number of shares which may be issued is Two Hundred Fifty (250) shares of common stock consisting of the following:

1. Forty-Six (46) shares of common voting stock having a par value of One Hundred Dollars (\$100.00) per share. The certificate number for each certificate representing shares of said stock shall bear the prefix CV.
2. Two Hundred Four (204) shares of nonvoting common stock having a par value of One Hundred Dollars (\$100.00) per share. The certificate number for each certificate representing shares of said stock shall bear the prefix CNV.

The common voting stock shall have full and exclusive voting rights, each share being entitled to one vote. Holders of common nonvoting stock shall have no voting rights except as otherwise specifically provided by the Idaho Business Corporation Act as it may be amended from time to time. There shall be no other distinctions between the common voting and the common nonvoting stock, all preferences, limitations or rights among and between the shares being identical.

3. The above amendment to the Articles of Incorporation was adopted by the shareholders on the 1st day of September, 1991.

4. At the time of adoption of the amendment, there were 250 shares of stock outstanding and of that number 250 were entitled to vote upon the amendment.

5. The vote on the amendment was as follows:

For	235
Against	0

6. The amendment provides for reclassification, exchange and cancellation of issued shares as follows:

- a. All issued and outstanding shares of the corporation are to be surrendered to it for cancellation.
- b. In exchange for each five shares of stock now owned by a shareholder of record, such shareholder shall receive in exchange one share of common voting stock and four shares of common nonvoting stock. Each shareholder holding of record fewer than five shares of stock shall receive a number of shares of common nonvoting stock equal to the number of shares held by such shareholder prior to the exchange. No fractional shares shall be issued.

EXECUTED in duplicate this 10th day of October, 1991, by the duly authorized officers of the corporation.

FITZPATRICK'S, INC.

By: [Signature]

President

Attest: [Signature]

Secretary

STATE OF IDAHO)
) ss.
County of Nez Perce)

THOMAS G. FITZPATRICK, being first duly sworn, on oath
deposes and says:

That he is the President of the above-named corporation;
that he has read the above and foregoing Articles of Amendment
to the Articles of Incorporation; knows the contents thereof and
believes the same to be true.

Thomas G. Fitzpatrick

SIGNED AND SWORN TO before me on October 10th,
1991, by Thomas G. Fitzpatrick.

Dolores R. Erickson
Notary Public in and for the
State of Idaho, residing at
Lewiston.

My commission expires: 3-27-91
Mg70;1