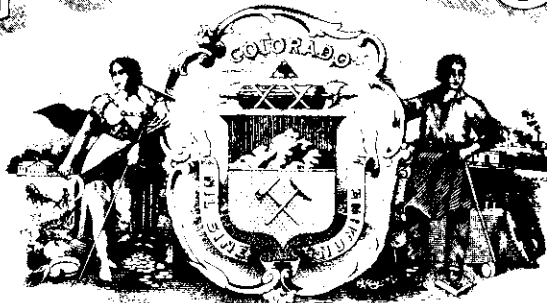


STATE OF COLORADO



OFFICE OF THE SECRETARY OF STATE

UNITED STATES OF AMERICA, } ss.
STATE OF COLORADO.

CERTIFICATE.

*I, Byron A. Anderson, Secretary of State
of the State of Colorado, do hereby certify that*

the annexed is a true copy of the Articles of Amendment to the
Articles of Incorporation of

GRAFE-WALLACE, INC.

as filed in this office on the Tenth day of October, A. D. 1963
and admitted to record.

. IN TESTIMONY WHEREOF *I have hereunto
set my hand and affixed the Great
Seal of the State of Colorado, at the
City of Denver, this-----Third-----
day of-----August-----A. D. 1964*

Byron A. Anderson
SECRETARY OF STATE
BY *Neil Cash*
DEPUTY.

STATE OF COLORADO



DEPARTMENT OF
STATE

CERTIFICATE OF
AMENDMENT

J. Byron A. Anderson,

Secretary of State of the State of Colorado, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of -----

-----GRAFE-WALLACE, INC.-----

duly signed and verified pursuant to the provisions of the Colorado Corporation Act, have been received in this office and are found to conform to law.

Accordingly the undersigned, as such Secretary of State, and by virtue of the authority vested in me by law, hereby issues this Certificate of Amendment and attaches hereto a duplicate original of the Articles of Amendment.

Dated this -----Tenth-----day of -----October-----, A. D. 19 63.

Byron A. Anderson
SECRETARY OF STATE

BY *Ed Bash*
DEPUTY



ARTICLES OF AMENDMENT

to the

ARTICLES OF INCORPORATION

of

GRAFE-WALLACE, INC.

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

FIRST: The name of the corporation is GRAFE-WALLACE, INC.

SECOND: The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on September 30, 1963, in the manner prescribed by the Colorado Corporation Act:

(Insert Amendment)

"Mr. Wallace advised that present authorized capital stock of the corporation was 90,000 shares of common stock with par value of \$1.00 per share of which 68,776 were presently issued and outstanding. He suggested that the corporation increase this authorized capital stock to 500,000 shares with par value of \$1.00. After discussion of the above and upon motion duly made and seconded and unanimously carried, it was:

RESOLVED: that authorized capital stock of this corporation be increased to 500,000 shares of common stock with par value of \$1.00 per share."

ARTICLES OF AMENDMENT-Continued

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 68,776; and the number of shares entitled to vote thereon was 68,776

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

Class	NONE	Number of Shares
	(Note 1)	

FIFTH: The number of shares voted for such amendment was 65,337; and the number of shares voted against such amendment was NONE

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: NONE

Class	Number of Shares Voted	
	For	Against
	(Note 1)	NONE
		NONE

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: NONE (Note 2)

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: The change in the amount of stated capital is from 90,000 shares of \$1.00 par value common stock to 500,000 (Note 2) shares of \$1.00 par value common stock. - Increasing stated capital \$410,000.00 Making stated capital total \$500,000.00 Dated Oct. 9, 1963 19

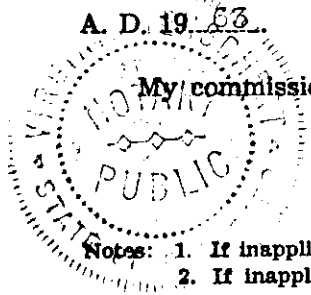
GRAFE-WALLACE, INC. (Note 3)
By Sam Wallace Its President (Note 4)
and John C. Nielsen Its Secretary

STATE OF COLORADO,
City & County of Denver ss.

Before me, Virginia Tenschert, a Notary Public in and for the said County and State, personally appeared Sam Wallace who acknowledged before me that he is the President of Grafe - Wallace Inc. a Colorado corporation and that he signed the foregoing Articles of Amendment as his free and voluntary act and deed for the uses and purposes therein set forth, and that the facts contained therein are true.

In witness whereof I have hereunto set my hand and seal this 9th day of October

A. D. 19 63
My commission expires February 14, 1967



Virginia Tenschert
Notary Public

- Notes: 1. If inapplicable, insert "None."
2. If inapplicable, insert "No change."
3. Exact corporate name of corporation adopting the Articles of Amendment.
4. Signatures and titles of officers signing for the corporation.
- SUBMIT IN DUPLICATE