

FILED/EFFECTIVE

ARTICLES OF AMENDMENT

JUN 3 59 PM '00

to the Articles of Incorporation of

SECRETARY OF STATE
STATE OF IDAHO

TO: The Secretary of State of the State of Idaho:

Pursuant to Title 30, Chapter 1, Idaho Code, the undersigned corporation amends its Articles of Incorporation as follows:

1. The name of the corporation is QUALITY DESIGN SYSTEMS, INC., to be changed to BLACKBURN HOLDING COMPANY.

2. The text of each amendment is as follows:

1. In the Title: Replace QUALITY DESIGN SYSTEMS, INC., with BLACKBURN HOLDING COMPANY

2. In Article I: Replace QUALITY DESIGN SYSTEMS, INC., with BLACKBURN HOLDING COMPANY

3. The date of adoption of the amendment(s) was: June __, 2000.

4. Manner of adoption (check one):

The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, Idaho Code, and was, therefore, adopted by the board of directors.

The number of shares outstanding and entitled to vote was 500.

The number of shares cast for and against each amendment was:

<u>Amended Article</u>	<u>Shares For</u>	<u>Shares Against</u>
1	500	0
2(a)	500	0
2(b)	500	0

DATED this 7 day of June, 2000.

IDAHO SECRETARY OF STATE
06/09/2000 09:00
CK: 21895 CT: 22597 BH: 324881

1 @ 38.00 = 38.00 AMEND PROF # 2

C91228

By 
Name: James C. Blackburn
Title: President