

Department of State.

**CERTIFICATE OF AMENDMENT
OF**

NORTHERN LIGHTS, INC.

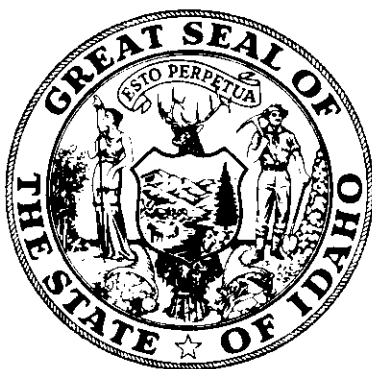
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

NORTHERN LIGHTS, INC.

duly signed and verified pursuant to the provisions of the Idaho Nonprofit 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 _____ August 9 _____, 19 89 .



Pete T. Cenarrusa

SECRETARY OF STATE

Wm. J. Clark

Corporation Clerk

RECEIVED
SECRETARY
MAY 19 1989

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
NORTHERN LIGHTS, INC.

We, Gordon J. Hudson and Donald L. Gillingham, being the President and Secretary-Treasurer, respectively, of Northern Lights, Inc., a corporation organized and existing under the laws of the State of Idaho, do hereby certify that a regular meeting of the members of said corporation was held at the Bonner County Fairgrounds on the 13th day of May, 1989. Said meeting was held in accordance with the laws of the State of Idaho; pursuant to written notice of the time, place and purpose of the meeting. At all times the members present and voting throughout constituted more voting power than required by the Articles of Incorporation of Northern Lights, Inc.

At said meeting Resolutions as hereinafter set forth were regularly proposed, voted upon and adopted by the vote of the membership.

1. Resolved that Article II, section (f) is hereby amended:

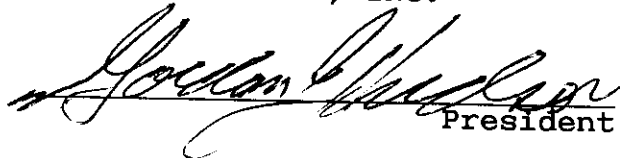
(f) To engage in the business of providing telecommunications, satellite telecommunication reception and

related services; to own, sell, distribute, finance, lease, service, install, maintain and create such materials, equipment, properties and programs as may be required therefor and to do all and everything necessary, suitable, or proper for the accomplishment of this purpose either alone or through a subsidiary or in conjunction with other firms, or individuals, and either as principals or agents; provided that no telecommunications activity be taken which would jeopardize the Corporation's tax-exempt status; and provided further that telecommunications and related services may be provided to persons not members of the Corporation only if provision of said services will benefit the Corporation or its members, or enhance the Corporation's ability to provide said services to its members.

And further resolved and former section (f) be relettered as section (g).

WITNESS our hands and the seal of said corporation this
31st day of July, 1989, at the hour of 2:30
P.M.

NORTHERN LIGHTS, INC.


President

ATTEST:


Secretary

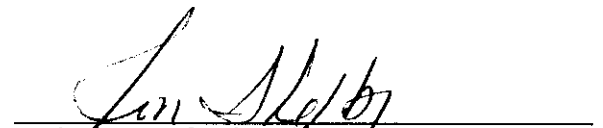
STATE OF IDAHO)
)
County of Bonner) ss.

GORDON J. HUDSON and DONALD L. GILLINGHAM, being first duly sworn, upon oath depose and say that they are the President and Secretary respectively of Northern Lights, Inc., the corporation which executed the within Certificate. That they have read the foregoing Certificate, know the contents thereof, and believe the facts therein stated to be true.


GORDON J. HUDSON


DONALD L. GILLINGHAM

SUBSCRIBED AND SWORN TO before me this 31st day of July, 1989.


Notary Public in and for Idaho
Residing at: Boise, Idaho
Commission expires: 10/2/94