

State of Idaho

Department of State

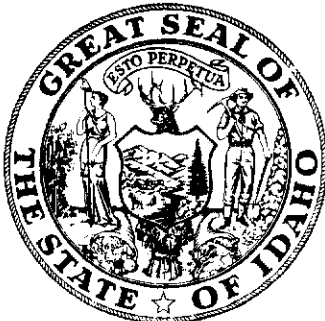
CERTIFICATE OF AMENDMENT OF

VALLEY VISION, INC.
File Number C 117370

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 VALLEY VISION, INC. duly executed 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.

Dated: April 2, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Alisa Hadley*

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CK #: 18907 78815 2
DATE 04/02/1997
IDAHO SECRETARY OF STATE

ARTICLES OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION OF

VALLEY VISION, INC.

An Idaho Nonprofit Corporation

Pursuant to the provisions of Section 30-3-90 of the Idaho Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is VALLEY VISION, INC.

SECOND: The following amendment to the Articles of Incorporation was adopted by the Board of Directors and Shareholders of the corporation on March 12, 1997, in the manner prescribed by the Idaho Nonprofit Corporations Act:

That Section 3 of the Articles of Incorporation, Purposes and Powers (a), be amended to read as follows:

(a) The purposes for which the corporation is formed and organized are to provide for the expansion of the employment base of the Lewis-Clark Valley, by promoting the benefits of the Lewis-Clark Valley to businesses and industries throughout the world that may have an interest in conducting business in the Lewis-Clark Valley. This corporation is organized exclusively as a business league under Section 501(c)(6) of the Internal Revenue Code. The corporation shall be prohibited from carrying on any other activities not propended to be carried on by an organization exempt from federal income tax under Section 501(c)(6).

THIRD: That the meeting of the Board of Directors was held on March 12, 1997, with all six (6) of the Directors present

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and the vote of the six (6) Directors present was unanimous to amend the Articles of Incorporation to reflect Article III of the corporation. There are no members of the corporation and the Directors that are empowered by the Idaho Code Section 30-3-90 and 30-3-91 to make such amendments.

DATED this 24th day of March, 1997.

VALLEY VISION, INC.

By A. L. Alford, Jr.
A. L. Alford, Jr.
President

ATTEST:

William Vern McCann, Jr.
Secretary

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

William Vern McCann, Jr., being first duly sworn states as follows:

That he is the Secretary in the foregoing corporation; that he has read the Articles of Amendment to the Articles of Incorporation of Valley Vision, Inc., and the facts therein are true to the best of his knowledge.

William Vern McCann, Jr.

SUBSCRIBED AND SWORN to before me this 24th day of March, 1997.

Christie D. Horzinger
Notary Public in and for the
State of Idaho, residing in
Lewiston, therein.
My Commission Expires: 10-8-98

ARTICLES OF AMENDMENT TO THE
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