



ARTICLES OF AMENDMENT (General Business)

FILED EFFECTIVE

11 SEP 29 PM 4:34

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:

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

Western Equities, Inc.

If the corporation has been administratively dissolved and the corporate name is no longer available for use, the amendment(s) below must include a change of corporate name.

2. The text of each amendment is as follows:

The name of the Corporation is changed to Western Equities OP, Inc.

3. The date of adoption of the amendment(s) was: 11-30-2010

4. Manner of adoption (check one):

- The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, 30-1-1005 and 30-1-1006, Idaho Code, and was, therefore, adopted by the board of directors.
- None of the corporation's shares have been issued and was, therefore, adopted by the incorporator board of directors.
- Approval by the shareholders is required and the shareholders duly approved the amendment(s) as required by either Title 30, Idaho Code or by the Articles of Incorporation.

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Dated: 9-28-11

Signed: James E. Chalfant

Typed Name: James E. Chalfant

Capacity: President

alforms\acts of amendment
albusiness.pmd Revised 11/2004

IDAHO SECRETARY OF STATE
09/29/2011 05:00
CK: 126681 CT: 1177 BH: 1292439
1 @ 30.00 = 30.00 AMEND PROF # 3

C100093

**UNANIMOUS CONSENT OF THE SHAREHOLDERS OF
WESTERN EQUITIES, INC.**

As authorized by I.C. § 30-1-704, the undersigned, being the all of the Shareholders of WESTERN EQUITIES, INC., an Idaho corporation (the "Corporation"), consent to the adoption of the following Resolutions and to the taking of such actions in lieu of an annual meeting for the purpose of directing the affairs of the Corporation.

ELECTION OF DIRECTORS

The Shareholders of the Corporation declare the adoption of the following Resolution:

RESOLVED, that James E. Chalfant and David A. Edmark II be elected to continue in office as Directors of the Corporation, to serve until the next annual meeting or until their successors have been elected and qualified.

CHANGE OF CORPORATE NAME

The Board of Directors has recommended and the Shareholders of the Corporation declare the adoption of the following Resolution:

RESOLVED, that the Corporation's name shall be changed to "Western Equities OP, Inc."

RATIFICATION AND APPROVAL OF PAST ACTIONS

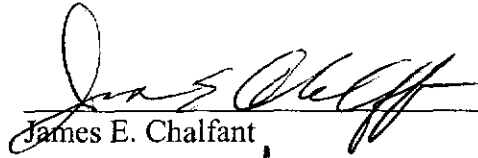
The Shareholders of the Corporation declare the adoption of the following Resolution:


RESOLVED, that all acts, business transactions, contracts, agreements and matters pertaining to the business and financial records and affairs of the Corporation previously performed, or under agreement to be performed, by the Board of Directors in the name and on behalf of the Corporation are ratified, adopted and approved.

EFFECTIVE DATE OF ACTION

The effective date of these actions is November 30th, 2010.

SHAREHOLDERS:


James E. Chalfant


David A. Edmark II