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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
G & L METAL FAB, INC.**

SECRETARY OF STATE
STATE OF IDAHO

Pursuant to the provisions of Section 30-1-1006 of the Idaho General Business Corporations Act (the "Act"), G & L METAL FAB, INC., an Idaho corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is: G & L METAL FAB, INC.

SECOND: Paragraph 5 of the Articles of Incorporation is amended in its entirety to read as follows:

5. **SHARES AUTHORIZED:** The Corporation is authorized to issue two classes of capital stock, to be designated respectively as "Class A Voting Common Stock" and as "Class B Non-Voting Common Stock." The total number of shares which the Corporation shall have the authority to issue is Five Hundred Thousand (500,000) shares, each with no par value per share. Four Hundred Thousand (400,000) shares shall be designated Class A Voting Common Stock and One Hundred Thousand (100,000) shares shall be designated Class B Non-Voting Common Stock. Each share of Class A Voting Common Stock shall have unlimited voting rights. Each share of Class B Non-Voting Common Stock shall have no voting rights, and no separate vote of the holders of Class B Non-Voting Common Stock as a class shall be required for any purposes except as may be required by law. Other than with respect to voting rights, Class A Voting Common Stock and Class B Non-Voting Common Stock shall have identical rights, including, without limitation, the right to receive dividends when and as declared by the Corporation in accordance with applicable law.

THIRD: The foregoing amendment was adopted by the shareholders of the Corporation on May 11, 2011.

FOURTH: The number of shares outstanding, and the number of shares entitled to vote on the amendment is as follows:

IDAHO SECRETARY OF STATE
05/13/2011 05:00
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Number of Shares
of Common Stock
Outstanding
60,000

Number of Shares
of Common Stock
Entitled to Vote
60,000

FIFTH: The number of shares voted for and against such amendment is as follows:

Number of Shares
of Common Stock
Voting For Amendment(s)
60,000

Number of Shares
of Common Stock
Voting Against Amendment(s)
-0-

SIXTH: The manner in which the exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be implemented is as follows:

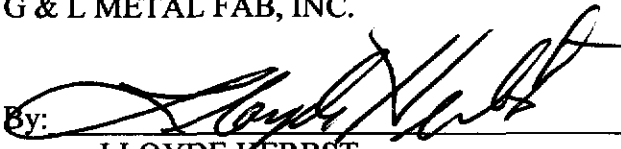
At the time that this amendment becomes effective, and without any further action on the part of the Corporation or its shareholders, each share of Common Stock then issued and outstanding shall be changed and reclassified into two-thirds (2/3) a share of Class A Voting Common Stock and one-third (1/3) a share of Class B Non Voting Common Stock. To reflect such change and reclassification, each certificate representing shares of Common Stock theretofore issued and outstanding shall represent a like number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock, issued and outstanding after such change and reclassification; and the holder of record of each Common Stock share certificate shall be entitled to receive a new certificate presenting a like number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock equal to the number of common shares represented by said certificate of which he or she was the holder prior to the effectiveness of this amendment.

Except for the foregoing, the amendment does not provide for an exchange, reclassification or cancellation of any issued shares.

* * *

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment in duplicate this 11th day of May, 2011.

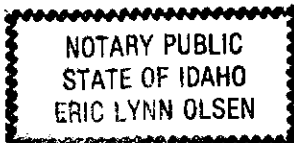
G & L METAL FAB, INC.


By: 
LLOYDE HERBST

STATE OF IDAHO)
 : ss
County of Power)

On this 11th day of May, 2011, before me, the undersigned, a Notary Public in and for said State, personally appeared LLOYDE HERBST, known to me to be the president of G & L METAL FAB, INC., the entity whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.




NOTARY PUBLIC FOR IDAHO
Residing at: Locatello, ID
My Commission Expires: 12/18/2012