



Department of Commerce Corporation Division

I, **Frank J. Healy**, Corporation Commissioner and Custodian of the Seal of the Corporation Division of the Department of Commerce of the State of Oregon, do hereby certify that I have carefully compared the annexed copy of Articles of Amendment of MEMORIAL PLANS, INC.

with the record now on file in my office, and that the same is a correct transcript therefrom, and of the whole thereof. I further certify that this authentication is in due form and by the proper officer.

In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon
this 19th day of September, 1967.

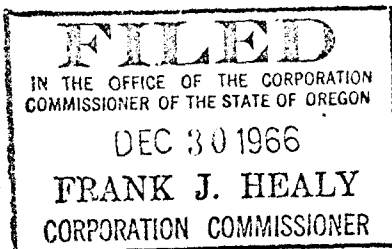


Frank J. Healy

Corporation Commissioner

By

Helen K. Kung
Chief Clerk



ARTICLES OF AMENDMENT OF MEMORIAL PLANS, INC.

Pursuant to ORS 57.370, the following Articles of Amendment were adopted by the undersigned Corporation.

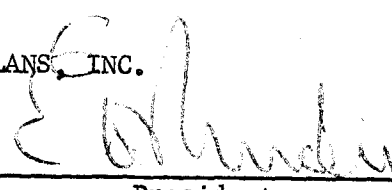
- I. Present Corporate Name: MEMORIAL PLANS, INC.
- II. The text of the amendment adopted by the Shareholders on December 21, 1966, was as follows:

"~~B~~ IT RESOLVED, That Article III of the Articles of Incorporation of Memorial Plans, Inc., be and they are hereby amended to increase the authorized voting common stock to 100,000 shares of a par value of \$1.00 per share."
- III. At the time of the amendment 30,000 shares of stock were outstanding, all of which were entitled to vote thereon and all of which were cast in favor of the amendment with no votes to the contrary.
- IV. The Amendment did not provide for any exchange, reclassification or cancellation of issued shares.
- V. The stated capital was changed by the amendment to \$100,000.00.

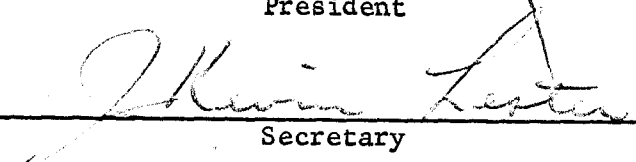
DATED this 21st day of December, 1966.

MEMORIAL PLANS, INC.

by


President

by


Secretary

STATE OF OREGON)
 : ss
COUNTY OF MULTNOMAH)

I, Evelyn Tracwell, a Notary Public,
do hereby certify that on this 21st day of December, 1966
personally appeared before me E. D. Purdy and J. Kevin Lester
who, being by me first duly sworn, declared that they are the
President and Secretary of the Corporation, respectively, who
signed the foregoing document as such officers of said Cor-
poration, and that the statements therein contained are true.

Evelyn Tracwell
Notary Public for Oregon

My Commission Expires:

NOTARY PUBLIC FOR OREGON
My Commission Expires Jan. 6, 1969