

State of Idaho

Department of State

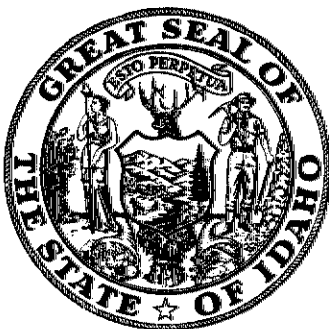
CERTIFICATE OF AMENDMENT OF

GUARDIAN NORTHWEST HOLDING COMPANY, INC.
File Number C 96017

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 GUARDIAN NORTHWEST HOLDING COMPANY, INC., changing the corporate name to GREAT NORTHWEST HOLDING COMPANY, 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: August 31, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *L. D. [Signature]*

Aug 31 5 12 PM '95

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
GUARDIAN NORTHWEST HOLDING COMPANY, INC.

IDAHO SECRETARY OF STATE

9/1/95 9:00:00 AM
Customer # 20022
IVCS6001515 16304

CORPORATION PROFIT AMENDMENT

1 @ 30.00 = 30.00

Pursuant to the provisions of Section 30-1-59 of the Idaho Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I
NAME

Prior to the effective date of these Articles of Amendment, the name of the Corporation is Guardian Northwest Holding Company, Inc.

ARTICLE II
AMENDMENT ADOPTED

The following amendment to the Articles of Incorporation was adopted by the Corporation in the manner prescribed by the Idaho Business Corporation Act:

RESOLVED, that Article FIRST of the Articles of Incorporation of the Corporation is hereby amended to read in full as follows:

FIRST: The name of the Corporation is Great Northwest Holding Company, Inc.

ARTICLE III
VOTE ON AMENDMENT

At the time of adoption of the amendment, there were 545,577 Common Shares of the Corporation outstanding and entitled to vote; and there were 4,300,000 shares of Series A 10% Convertible Preferred Stock ("Preferred Shares") of the Corporation outstanding and entitled to vote. All of the Common Shares and Preferred Shares voted for the amendment and the Directors of the Corporation consented to the amendment as evidenced by the Consent Minutes of the Shareholders and Directors of the Corporation executed effective August 31, 1995, pursuant to Sections 30-1-44 and 30-1-145, Idaho Code.

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF GUARDIAN NORTHWEST
HOLDING COMPANY, INC. - 1

DATED: August 31, 1995.

GUARDIAN NORTHWEST HOLDING
COMPANY, INC.

By *Stephen W. Doucette*
Stephen W. Doucette,
President

By *Charlene Moriarity*
Charlene Moriarity,
Assistant Secretary

VERIFICATION

STATE OF IDAHO)
) ss.
County of Ada)

I, *Barbara D. Smith*, a notary public, certify that on this *18th* day of August, 1995, personally appeared before me STEPHEN W. DOUCETTE, who, being by me first duly sworn, declared that he is the President of GUARDIAN NORTHWEST HOLDING COMPANY, INC., an Idaho corporation, that he signed the foregoing document as President of such corporation, and that the statements therein contained are true.

Barbara D. Smith
Notary Public for Idaho
Residing at *Boise*, Idaho
Commission Expires: *3/10/98*

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF GUARDIAN NORTHWEST
HOLDING COMPANY, INC. - 2