

FILED EFFECTIVE

2005 APR 25 AM 8:58

STATE OF IDAHO

ARTICLE OF AMENDMENT

OF

BEAR CREEK FLY SHOP, INC.

KNOW ALL MEN BY THESE PRESENTS: That Rick Wallis and Jerry L. Tlucek, the undersigned, being natural persons of legal age and citizens of the United States of America, and owners of all issued and outstanding stock in and to the corporation above named, and all of the members of the Board of Directors of the corporation, in order to amend the Articles of Incorporation pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

The name of the corporation is **BEAR CREEK FLY SHOP, INC.**

II.

The following amendment was adopted unanimously by the shareholders and directors at the joint annual meeting called for said purpose held at the corporate offices of the corporation at Boise, Idaho on January 15, 1999:

" **ARTICLE VI.**

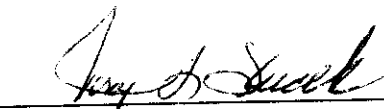
The corporation shall have 5,000 shares of common stock, of no par value."

IN WITNESS WHEREOF, the undersigned, being all of the shareholders

IDAHO SECRETARY OF STATE
04/25/2005 05:00
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and directors of the corporation, have hereunto set their hands and seals this 15th day of January, 1999.

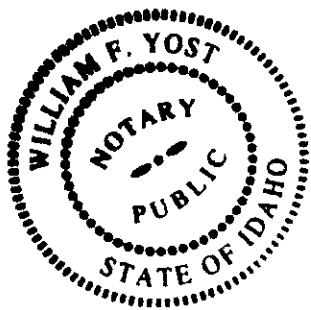

Rick Wallis

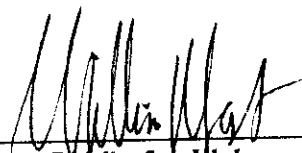

Jerry L. Tlucek

STATE OF IDAHO)
) ss.
County of Canyon)

On this 15th day of January, 1999, before me, the undersigned, a Notary Public in and for said State, personally appeared **RICK WALLIS and JERRY L. TLUCEK**, who, being by me first duly sworn, declared that they are all the shareholders and directors of BEAR CREEK FLY SHOP, INC., that they signed the foregoing document as shareholders and directors of the corporation, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.




Notary Public for Idaho
Residing at Meridian, Idaho
My commission expires: 10/9/2003