

Jul 14 4 06 PM '97

**ARTICLES OF AMENDMENT
OF
TIM SHAW HEREFORDS, INC.**

SECRET
STATE

Tim J. Shaw and Tina E. Shaw certify that:

1. They are the President and Secretary, respectively, of Tim Shaw Herefords, Inc., an Idaho corporation.

2. The following amendment to the Articles of Incorporation was approved by the unanimous consent of the Board of Directors and thereafter adopted by the Shareholders at a Shareholders' meeting on June 30, 1997, and that ten thousand shares of common stock, being all the shares entitled to vote on the amendment, were cast in favor of the amendment.

3. The Articles of Incorporation of said corporation are hereby amended to read as follows:

VI.

Authorized Capital Stock

The aggregate number of shares which the corporation shall be authorized to issue shall be 1,000,000 each with no par value, 250,000 shares shall be voting and 750,000 shares shall be non-voting. All shares shall be common stock, and shall not be subject to assessment. Both voting and non-voting shares shall have identical rights, and neither voting nor non-voting shares shall have any preferences or special rights with regard to dividends or upon liquidation of the corporation.

4. The foregoing amendment has been duly approved by the Shareholders and the Board of Directors of the corporation.

IDAHO SECRETARY OF STATE

07/15/1997 09:00
CX: 6135 CT: 11689 DN: 21236

1 0 30.00 = 30.00 AMEND PROF

C 85572

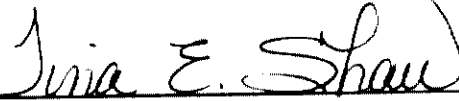
5. Prior to this amendment, the corporation was authorized to issue 1,000,000 shares of common stock at \$1.00 par value, and 10,000 shares were issued and outstanding, thus the stated capital was \$10,000. As a result of this amendment and restatement, the corporation is authorized to issue 1,000,000 shares of common stock with no par value per share.

Dated this 30th day of June, 1997.

TIM SHAW HEREFORDS, INC.,
an Idaho corporation



Tim J. Shaw, President



Tina E. Shaw, Secretary