

State of Idaho

Department of State

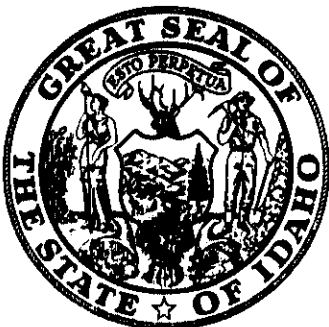
CERTIFICATE OF AMENDMENT OF

DPS, INC.

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 DPS, INC. duly signed and verified 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.

January 19, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By

Greg I Clark

ARTICLES OF AMENDMENT

OF

DPS, INC.

JAN 19 2 50 PM '94
SECRETARY OF STATE

IDAHO SECRETARY OF STATE
19940119 0900 49322 2
CK # 11111 20522
CORP 10 30.00 30.00

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation is DPS, Inc. ("Corporation").

ARTICLE II

AMENDMENTS

Article IV of the Articles of Incorporation of the Corporation shall be amended by substituting therefor the following:

**ARTICLE IV
SHARES**

The class, aggregate number and par value per share of the shares which the Corporation is authorized to issue are as follows:

<u>Class</u>	<u>Number</u>	<u>Par Value Per Share</u>
Common	1,000,000	None

A new Article X entitled "Preemptive Rights" is added as follows:

**ARTICLE X
PREEMPTIVE RIGHTS**

No shareholders of the Corporation shall have preemptive and preferential rights of subscription of any shares of stock of the Corporation, whether now or hereafter authorized, or to any securities convertible into such shares or carry a right to subscribe or acquire shares.

ARTICLE III

DATE OF ADOPTION

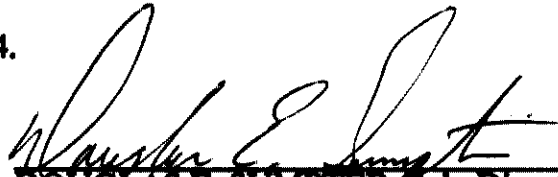
The Amendment has been approved by the sole director of the Corporation prior to the issuance of any shares of stock of the Corporation pursuant to written consent dated as of the 8th day of January, 1994.

ARTICLE IV

NUMBER OF SHARES OUTSTANDING

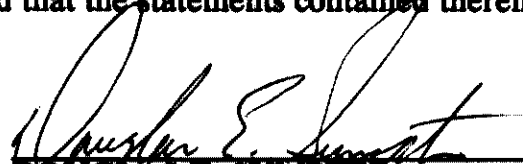
At the time of the adoption of the Amendment there were no outstanding shares of the stock of the Corporation and hence there were no shares entitled to vote on the Amendment.

DATED this 8th day of January, 1994.


DOUGLAS E. SUMPTER, Sole Director

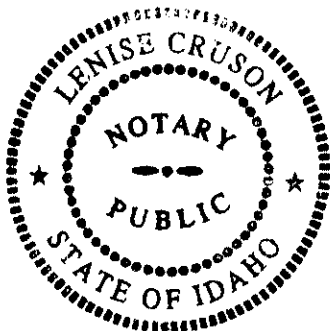
VERIFICATION


On this 8th day of January, 1994, Douglas E. Sumpter, being first duly sworn, deposes and says under oath that he is the President of DPS, Inc., that he has read and signed the foregoing Articles of Amendment and that the statements contained therein are true to the best of his knowledge and belief.


DOUGLAS E. SUMPTER

STATE OF IDAHO)
) ss.
County of Ada)

On this 8th day of January, 1994, before me, Lenise Cruson, a Notary Public in and for said State, personally appeared DOUGLAS E. SUMPTER, who, being by me first duly sworn, declared that he is the President of DPS, Inc., an Idaho corporation, that he signed the foregoing document as President of the Corporation, and that the statements therein contained are true.




Notary Public for Idaho
Residing at Boise, Idaho
My commission expires 9/9/98