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**Department of State.**

**CERTIFICATE OF AMENDMENT  
OF**

U.S. TRANSFORMER WEST, INC.

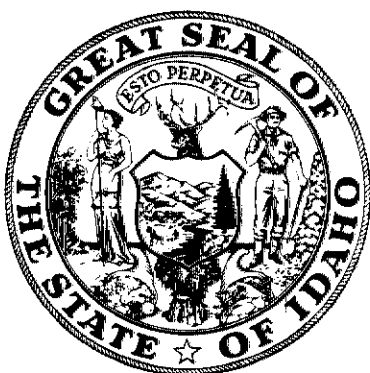
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

U.S. TRANSFORMER WEST, 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.

Dated December 19, 1990, 19 90.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Em Zavalta*

Corporation Clerk

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SEC. OF STATE  
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ARTICLES OF AMENDMENT  
OF

U.S. TRANSFORMER WEST, INC., an Idaho Corporation

Gary Vickmark, one of the original incorporators of the above corporation, and its only shareholder, officer and director, respectfully shows that the above corporation was organized under the State of Idaho and was issued a charter by the Secretary of State, which charter was dated the 18th day of September, 1989. The principal base of business of the corporation is in Pocatello, Idaho. The corporation has only issued stock to Gary Vickmark in the amount of 1,000 shares.

On the 15th day of October, 1990, the Board of Directors and all the shareholders of U.S. Transformer West, Inc., at a special meeting called for that purpose, unanimously approved a resolution to change Article IV of the corporation and adopted resolution setting forth their unanimous agreement, the minutes of which have been duly lodged in the corporate records.

The resolution adopted by the original and present incorporators is as follows:

BE IT RESOLVED that Article V of the Articles of Incorporation of U.S. Transformer West, Inc. filed in the Office of the Secretary of State, State of Idaho, Invoice No. 92021, CCR No. 40429, be deleted, and in its place the following article be substituted:

ARTICLE IV

Authorized capital stock of the corporation shall be one million shares of no par stock. Of the one million shares, five hundred thousand shares shall be designated as Class A voting stock and of the one million shares, five hundred thousand shares shall be designated as Class B non-voting stock. Other than the right to vote,


each class shall have the same powers and shall not be accessible for any purpose whatsoever. All voting stock of the corporation shall be noncumulative. No shareholder shall be entitled to preemptive rights in the event of issuance of additional shares.

BE IT FURTHER RESOLVED that all other provisions of the Articles of Incorporation above identified shall be unchanged and are herewith reaffirmed.

The shareholders and directors of the corporation certify that the only shares issued and outstanding are 1,000 issued to Gary Vickmark, and that he is the sole shareholder, officer and director, and, further, the corporation has complied in all respects with the laws of the State of Idaho and the amendments thereto to amend the Articles of Incorporation of U.S. Transformer West, Inc.

WHEREFORE, we pray that Articles of Incorporation of U.S. Transformer West, Inc. be so amended.

DATED the 16th day of October, 1990.

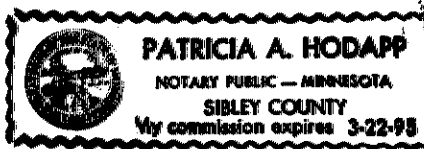
  
GARY VICKMARK

STATE OF Minnesota )  
County of Sibley ) ss

I, the below notary public in and for the State of Minnesota, hereby certify that on the 11th day of December, 1990 personally appeared before me Gary Vickmark and after being first duly sworn declared that he is one of the original incorporators and the sole shareholder, officer and director of U.S. Transformer, West, Inc., an Idaho corporation,

and that he signed the foregoing document as incorporator of the corporation, and that the statements therein contained are true.

DATED this 11th day of December, 1990.



NOTARY PUBLIC for Minnesota  
Residing at: 301 S. 7th - Henderson, MN  
Commission expires March 22, 1995