



CERTIFICATE OF AMENDMENT  
OF

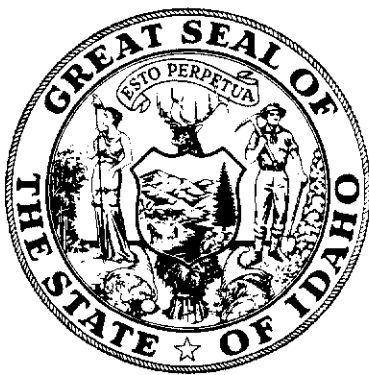
**WATSON & PEARSON, CHARTERED**

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 **R. D. WATSON & ASSOCIATES, P.A.**

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 **March 16**, 19**87**



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

AMENDED ARTICLES OF INCORPORATION

WATSON & PEARSON, CHARTERED

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The herein referenced corporation, upon special meeting of the Board of Directors and after waiving all notice requirements, on September 30, 1985 accepted the resignation of SUSAN PEARSON from the Board of Directors and from any and all interests in said corporation. All voting shares were cast in support of this Amendment.

That on September 1, 1986 at the office of said corporation, 745 N. 4th St., Coeur d'Alene, Idaho, one hundred (100) voting shares were cast in favor of amending the Articles of Incorporation as follows:

I.

The name of the corporation is amended to be: R.D. WATSON & ASSOCIATES, P.A.

II.

The purpose of the corporation is to engage in the practice of law.

III.

The period of the corporation shall be perpetual.

IV.

The location and post office address of the registered office of the corporation in the State of Idaho is 745 N. 4th St., Coeur d'Alene, Idaho 83814. The name of the registered agent at that address is ROLAND D. WATSON.

V.

The total number of authorized shares of stock shall be one hundred (100). The stock shall have no par value.

VI.

The business of the corporation shall be conducted by a Board of Directors made up of the shareholders of the corporation. The shareholders shall fill the general offices of the corporation between them. If a shareholder should retire, he may not continue as a director, officer or shareholder of the corporation.

VII.

No shareholder may sell or transfer his shares in this corporation except to another individual who is eligible to become a shareholder, and such sale or  
RESOLUTION OF  
WATSON & PEARSON, CHARTERED: 1

transfer shall be made only after the transfer has been approved at a shareholders' meeting, specifically called for that purpose, by the unanimous consent of all outstanding shares, or members entitled to vote.

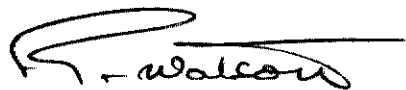
VIII.

No capital stock may be issued by this corporation to other than an individual who is duly licensed to render legal service in the State of Idaho. No shareholder shall enter into a voting trust arrangement vesting another person with the authority to exercise the voting power of any or all of his stock.

IX.

In addition to the powers and authority granted to the directors in the Articles of Incorporation and in addition to the powers and authority expressly conferred upon them by statute, the Board of Directors of the corporation shall have additional powers and authority not inconsistent with the laws as may be set forth in the By-Laws.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 9th day of March, 1987.



ROLAND D. WATSON  
President



STEVEN J. TUCKER  
Secretary

STATE OF IDAHO       )  
                              ) ss.  
County of Kootenai )

I, P. Latham, a notary public, do hereby certify that on this 9th day of March, 1987, personally appeared before me, R.D. WATSON, who, being by me first duly sworn, declared that he is the President of R.D. WATSON & ASSOCIATES, P.A., that he signed the foregoing document as President of the corporation and that the statements therein contained are true.



Notary Public for Idaho  
Residing in Kootenai County  
Commission expires: May 4, 1992