

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
IDAHO TECHNOLOGY, INC.**

97 JUL 16 PM 2:56
SECRETARY OF STATE
STATE OF IDAHO

We, the undersigned, being respectively the President and Secretary of Idaho Technology, Inc., do hereby certify the following:

FIRST: The name of the corporation is Idaho Technology, Inc., a corporation organized and existing under and by virtue of the Idaho Business Corporation Act (the "Act") in the State of Idaho (the "Corporation").

SECOND: The Articles of Incorporation were filed in the office of the Secretary of State of the State of Idaho on or about October 3, 1990.

THIRD: The Board of Directors of the Corporation duly adopted a resolution which set forth the amendments, declared the amendments to be advisable and directed that the amendments be submitted for action by the stockholders of the Corporation.

FOURTH: The Corporation's Articles of Incorporation is hereby amended to add Article IV, Section 6, as follows:

ARTICLE IV

STOCK

Section 6. Preemptive Rights. The Corporation elects to have preemptive rights pursuant to and as provided in the Idaho Business Corporation Act.

FIFTH: The Corporation's Articles of Incorporation is hereby amended to add a new Article XI, as follows:

ARTICLE XI

DIRECTOR LIABILITY AND INDEMNIFICATION

Section 1. Liability of Directors. To the fullest extent permitted by the Idaho Business Corporation Act, as now in effect or as amended subsequent to the date hereof, no director of this Corporation shall be personally liable to the Corporation

IDAHO SECRETARY OF STATE

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or its shareholders for monetary damages for any action taken, or any failure to take any action, in his or her capacity as a director; provided, however, that the foregoing shall not limit in any respect the liability of a director for (i) the amount of any financial benefit received by a director to which he or she is not entitled, (ii) an intentional infliction of harm on the Corporation or its shareholders, (iii) unlawful distributions to shareholders in violation of Section 31-1-833 of the Idaho Business Corporation Act, or (iv) an intentional violation of criminal law.

Section 2. Indemnification of Directors. The Corporation shall indemnify to the fullest extent permitted by the Idaho Business Corporation Act any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is or was a director of the Corporation; provided, however, that the foregoing shall not limit in any respect the liability of a director for (i) the amount of any financial benefit received by a director to which he or she is not entitled, (ii) an intentional infliction of harm on the Corporation or its shareholders, (iii) unlawful distributions to shareholders in violation of Section 31-1-833 of the Idaho Business Corporation Act, or (iv) an intentional violation of criminal law.

No amendment or repeal of this Article XI and no adoption of any provision in these Articles of Incorporation inconsistent with this Article XI shall eliminate or reduce the effect of this Article XI with respect to any matter occurring prior to such amendment, repeal or adoption of an inconsistent provision.

SIXTH: Of the 126,750 shares of common stock that are issued and outstanding, all of which are entitled to vote on matters presented to shareholders, 106,250 shares were indisputably represented at the meeting. The number of shares voted in favor was 106,250. There were no shares of common stock voted against the foregoing amendments. The number of shares cast in favor of the foregoing amendments were sufficient for approval. In accordance with Section 30-1-1003 of the Act, the holders representing a majority of all of the outstanding stock entitled to vote thereon approved the foregoing amendments.

SEVENTH: The foregoing amendments shall not have an effect upon the Corporation's stated capital.

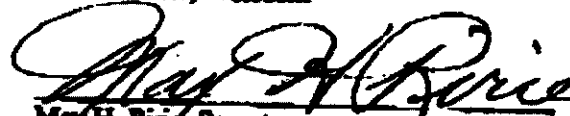
EIGHTH: All other provisions of the Articles of Incorporation shall remain the same.

NINTH: The date of adoption of the foregoing amendments was July 9, 1997, on which date a meeting of shareholders was held, which meeting was duly noticed and at which a quorum was present.

IN WITNESS WHEREOF, the undersigned have executed this Amendment to the Articles of Incorporation this 11th day of July, 1997.

IDAHO TECHNOLOGIES, INC.


Kirk M. Ririe, President


Max H. Ririe, Secretary

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