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**Articles of Amendment of  
the Amended and Restated Articles  
of Incorporation for  
Lyle Pearson Company, Inc.**

ARTICLES OF AMENDMENT OF THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF LYLE PEARSON COMPANY, INC. are hereby executed by said Corporation as follows:

1. The name of the Corporation is Lyle Pearson Company, Inc.
2. Article III of the Amended and Restated Articles of Incorporation of Lyle Pearson Company, Inc., is amended as follows:

**Article III.  
AUTHORIZED CAPITAL**

**A. Number.** The authorized number of shares of the Corporation shall be Five Million (5,000,000) aggregate shares of Common Stock, consisting of One Hundred Thousand (100,000) shares of Class A Voting Common Stock, no par value, and Four Million, Nine Hundred Thousand (4,900,000) shares of Class B Non-Voting Common Stock, no par value. The Class A Voting and Class B Non-Voting Common Stock shall constitute a single class of stock in accordance with Sections 1361(b)(1)(D) and 2701(a)(2)(B) of the United States Internal Revenue Code of 1986, as amended.

**B. Voting Rights.** The holders of shares of Class A Voting Common Stock shall be entitled to one (1) vote per share at each meeting of the Shareholders and on all matters coming before the Shareholders, except as otherwise provided by law. The holders of shares of Class B Non-Voting Common Stock shall have no voting rights, except as otherwise provided by law.

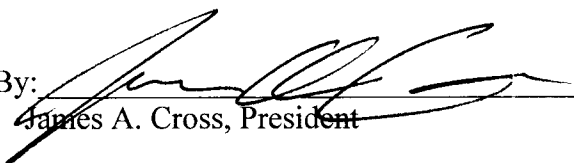
**C. Distributions: Liquidations.** Each share of Class A Voting Common Stock shall have the same rights, privileges and voting power and each share of Class B Non-Voting Common Stock shall have the same rights and privileges as each other share of both

Class A Voting and Class B Non-Voting Common Stock, except that shares of Class B Non-Voting Common Stock shall not be entitled to vote.

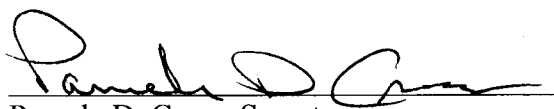
3. Approval by the Shareholders of the foregoing Amended and Restated Articles of Incorporation is required and as such the foregoing Articles of Amendment of the Amended and Restated Articles of Incorporation was duly and unanimously approved by the Shareholders and the Directors of Lyle Pearson Company, Inc. in a Consent Resolution of Directors and Shareholders in Lieu of Special Meeting executed of even date herewith, in the manner required by the Corporation's Articles of Incorporation and by Title 30, Chapter 29, Idaho Code.

DATED this 5<sup>th</sup> day of September, 2019.

Lyle Pearson Company, Inc., an Idaho corporation

By:   
James A. Cross, President

Attest:

  
Pamela D. Cross, Secretary