



CERTIFICATE OF AMENDMENT  
OF

**COLUMBIA CORPORATION**

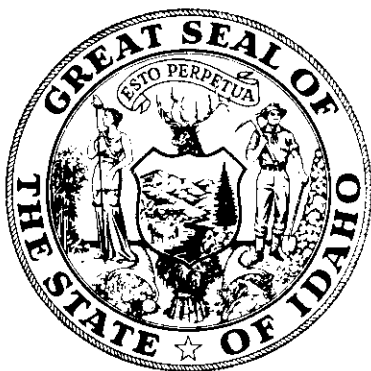
I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that  
duplicate originals of Articles of Amendment to the Articles of Incorporation of \_\_\_\_\_

**COLUMBIA CORPORATION**

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 October 31, 19 83.



SECRETARY OF STATE

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

OCT 31 11 16 AM '83

ARTICLES OF AMENDMENT

to the  
ARTICLES OF INCORPORATION  
of  
COLUMBIA CORPORATION

Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment of its Articles of Incorporation:

FIRST: The name of the corporation is COLUMBIA CORPORATION.

SECOND: The following amendments of the Articles of Incorporation were adopted by the Incorporator of the Corporation on the 11th day of October 1983 in the manner prescribed by the Idaho Business Corporation Act.

"ARTICLE II.

The purpose or purposes for which the Corporation is organized are:

2.1. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Act.

ARTICLE V.

This company shall be capitalized for \$100,050.00. The total authorized stock of this Corporation shall be divided into 667,000 shares, all of which shall be common stock with a par value of \$.15 per share. Said shares shall be assessable and shall be of the same class and every share of said stock shall be equal in all respects to every other of said shares. There shall be pre-emptive rights.

The said shares may be issued and sold from time to time by the Corporation for such consideration and

upon such terms as may, from time to time, be fixed by the Board of Directors without the action of the stockholders.

The corporation, through the Board of Directors, shall have the power to require assessments from the stockholders to pay costs and expenses incurred by the corporation all according to Section 30-1-19A of the Idaho Code as it may be amended from time to time.

#### ARTICLE VI.

The Corporate powers of this Corporation shall be vested in a Board of Directors of not less than five and no more than seven members, who shall be elected annually by the shareholders, and who shall serve until the election and qualification of their successors. A Director of this corporation need not be a shareholder therein. Directors who are to serve for the first corporate year shall be selected by the incorporator. Unless otherwise determined by the shareholders, the Board of Directors by resolution, shall from time to time fix the number of directors within the limit herein provided. Six shall constitute the initial Board.

#### ARTICLE VIII.

The names and addresses of the initial Directors are as follows:

<u>Name</u>	<u>Address</u>
Harriet Carniato	2855 Senter Road, Space 98 San Joes, California 95111
Joe W. Chatburn	423 N. 10th Street Cheney, Washington 99004

Royal Daw	13438 Valley Vista Blvd. Sherman Oaks, California 91423
Joneal W. Daw	13438 Valley Vista Blvd. Sherman Oaks, California 91423
Frances Daybell	10458 South Clearview Drive Sandy, Utah 84070
Roger H. Duffy	420 S. Lafayette Park Place Los Angeles, California 90057

#### ARTICLE IX.

In addition to the power conferred upon the shareholders by law, to make, amend or repeal By-Laws of this corporation, the Directors shall have the power to repeal and amend the By-Laws and adopt new By-Laws, but such powers may be executed only by the whole Board of Directors with the approval of 72% of the shareholders.

#### ARTICLE X

A director or officer of the corporation shall not, in the absence of willful misrepresentation or actual fraud, be disqualified from his office for dealing or contracting with the corporation, either as vendor, purchaser, or otherwise; and in the absence of willful misrepresentation or actual fraud no transaction or contract of the corporation shall be void or voidable by reason of the fact that any director or officer, or firm of which any director or officer is a member, or any other corporation of which any director or officer is a shareholder, officer or director, is in anyway interested in such transaction or contract; provided, that such transaction or contract is fully disclosed in writing ten days in advance to either all the Board of Directors or all the stockholders, whichever is authorizing, ratifying or approving and is, or shall be authorized,

ratified or approved (1) by a vote of at least 72% of the Board of Directors, counting for the purpose of determining the existence of such 72% of the vote, any Director, when present, who is so interested, or who is a member of a firm so interested; or (2) at a stockholders meeting by a vote of at least 72% of the outstanding shares of stock of the corporation represented at such meeting and then entitled to vote, or by writing or writings signed by at least 72% of such holders of stock which shall have the same force and effect as though such corporation, ratification or approval were made by the stockholders; and no director or officer shall be liable to account to the corporation for any profits realized by him through any such transaction or contract of the corporation authorized, ratified or approved, as aforesaid, by reason of the fact that he may be, or any firm of which he is a member, or any corporation of which he is a shareholder, officer or director, was interested in such transaction. All transactions or contracts in which a director or officer is in anyway interested shall be approved as provided above.

#### ARTICLE XI.

That for purposes of shareholders meetings, special or annual, a quorum shall be 72% of the shares entitled to vote, represented in person or by proxy. If a quorum is present, the affirmative vote of 72% of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders."

THIRD: There were no shares outstanding on October 11th 1983 and pursuant to authority of Idaho Code, Section 30-1-61 the undersigned incorporator is authorized to execute these Articles of Amendment.

FOURTH: There is no affect on Stated Capital as defined in Idaho Code, Section 30-1-2(j).

Dated October 28<sup>th</sup> 1983.

COLUMBIA CORPORATION

By *Alden Hull*  
Incorporator

STATE OF IDAHO            )  
                                  ) ss  
County of Shoshone        )

I, MELISSA SCHEFFELMAIER, a notary public, do hereby certify that on this 28<sup>th</sup> day of October, 1983, personally appeared ALDEN HULL, who being by me first duly sworn, declared that he is the persons who signed the foregoing document as incorporator, and that the statements therein contained are true.

*Melissa Scheffelman*  
Notary Public in and for the State of  
Idaho, Residing at: *Wallace*  
My Commission Expires: *September*