

ARTICLES OF AMENDMENT

OF

FRIENDS OF THE CALDWELL
PUBLIC LIBRARY, INC.

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KNOW ALL MEN BY THESE PRESENTS: That the Friends of the Caldwell Public Library, Inc., a corporation organized under the laws of the State of Idaho, by action of the Board of Directors, does hereby certify that the Articles of Incorporation of said corporation be amended as follows:

ARTICLE I

NAME

The name of this corporation shall be:

FRIENDS OF THE CALDWELL
PUBLIC LIBRARY, INC.

ARTICLE II

DURATION

The period of existence and period during which it is to continue as a corporation is perpetual.

ARTICLE III

Said corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law. This corporation shall assist in the operation and maintenance of the public library of the City of Caldwell, Idaho; shall purchase land/or buildings or construct buildings and shall furnish the same for use as a public library and shall receive or raise money for the purposes of the corporation and incur indebtedness therefor.

ARTICLE IV

This corporation shall be a non-stock and no dividends or pecuniary proceeds shall be declared or paid to the members thereof. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section

501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law, as the Board of Trustees shall determine. Any such assets not so disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of this corporation shall be directed by a Board of Directors consisting of no fewer than five (5) nor more than nine (9) persons.

The names and addresses of the first Board of Directors are:

<u>NAMES</u>	<u>ADDRESSES</u>
Robert E. Pasley	619 Fairway Drive, Caldwell, Idaho
Gerald L. Weston	1622 Idaho Ave., Caldwell, Idaho
Frank Payne	910 N. Plateau Ave., Caldwell, Idaho
Alta Williams	1404 Fairview Ave., Caldwell, Idaho
Lester Carter	3006 Syringa Lane, Caldwell, Idaho

ARTICLE VIII

The Directors shall be elected annually at the Annual Meeting of the corporation, as provided by the By-Laws.

ARTICLE IX

CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice-president, secretary and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and the board of directors and to have a general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatsoever, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases and conveyance executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the board of directors and to safely and systematically keep all books, papers, records and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits and property of any and every nature of the corporation which shall come into his hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements and inventories of monies received and disbursed and of money and property on hand and generally of all matters pertaining to his office as shall be required by the board of directors.

The board of directors may provide for the appointment of such additional officers as they may deem for the best interest of the corporation.

Whenever the board of directors may so order, any two officers, the duties of which do not conflict, may be held by one person.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the board of directors, or as may be prescribed from time to time by the By-Laws.

ARTICLE X

ELECTION OF OFFICERS

The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

ARTICLE XI

MEMBERSHIP REQUIREMENTS

Membership in this corporation shall be composed of those persons having an interest in the affairs of the public library of Caldwell, Idaho, and such other terms and conditions as may be determined from time to time by the By-Laws of the corporation.

ARTICLE XII

INCORPORATORS

The names and post office addresses of the incorporators are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
Robert E. Pasley	619 Fairway Drive, Caldwell, Idaho
Gerald L. Weston	1622 Idaho Ave., Caldwell, Idaho
Frank Payne	910 N. Plateau Ave., Caldwell, Idaho
Alta Williams	1404 Fairview Ave., Caldwell, Idaho
Lester Carter	3006 Syringa Lane, Caldwell, Idaho

ARTICLE XIII

PLACE OF BUSINESS

The name and address of its registered agent is:
Gerald L. Weston, 1622 Idaho Ave., Caldwell, Idaho.

The post office address of its principal office is:
P. O. Box 1116, Caldwell, Idaho, 83605.

IN WITNESS WHEREOF, The President and Secretary of the corporation have executed these Articles of Amendment.

Dated this 20th day of May, 1975.

Boyd Harris
President

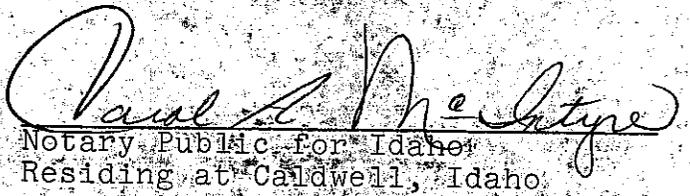
ATTEST:

Gerald Weston
Secretary

STATE OF IDAHO)
)ss.
County of Canyon)

On this 20th day of May, 1975, before me, the under-
signed, a Notary Public in and for said State, personally appeared
Boyd Harris and Gerald L. Weston,
known to me to be the President and Secretary, respectively,
of the above named corporation which executed the foregoing in-
strument and acknowledged to me that such corporation executed
the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, the day and year in this certificate first
above written.


Notary Public for Idaho
Residing at Caldwell, Idaho