

**CERTIFICATE OF AMENDMENT OF THE ARTICLES OF  
INCORPORATION OF SENIOR CITIZENS CLUB OF  
MOSCOW, LATAH COUNTY, IDAHO, INC.**

We, the undersigned, the President and Secretary, respectively, of the Senior Citizens Club of Moscow, Latah County, Idaho, Inc., an Idaho corporation, hereby certify that at a special meeting of the members of this corporation duly called and held on the 2<sup>nd</sup> day of March, 2002, after notice for a like period in accordance with the statutes of the State of Idaho, the following resolution was adopted by the vote of more than a two-third (2/3) majority of the members of this corporation present at this regular meeting, the resolution being as follows: FIRST, BE IT RESOLVED, that the Articles of Incorporation of Senior Citizens Club of Moscow, Latah County, Idaho, Inc., be and are hereby amended by amending Article IX to read as follows:

**ARTICLE IX.**

Upon the dissolution of the Senior Citizens Club of Moscow, Latah County, Idaho, Inc., its assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

Dated this 5<sup>th</sup> day of April, 2003.

Bob Dordley  
President

Lola Pepe  
Secretary

IDAHO SECRETARY OF STATE  
04/11/2003 05:00  
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CERTIFICATE OF AMENDMENT OF  
THE ARTICLES OF INCORPORATION

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**AMENDED ARTICLES OF INCORPORATION  
OF  
SENIOR CITIZENS CLUB OF MOSCOW, LATAH COUNTY,  
IDAHO, INC.**

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are natural persons of full age, bona fide residents of the State of Idaho, and two-thirds of whom are citizens of the United States, associate ourselves together for the purpose of forming a non-profit, social and benevolent corporation under the provisions of Chapter II, Title 30, Idaho Code, amendatory and supplemental thereto, and we do certify and declare as follows:

**ARTICLE I.**

That the name of the corporation shall be SENIOR CITIZENS CLUB OF MOSCOW, LATAH COUNTY, IDAHO, INC.

**ARTICLE II.**

That the objects and purpose for and which this corporation is formed are as follows:

1. To promote fellowship and extend acquaintanceship by means of social gatherings and lectures.

To promote social intercourse among the members by means of dinners, and other kindred forms of entertainment.

To promote the social, cultural and mental well-being of the citizens of the City of Moscow, Latah County, with particular attention to the older age group, and whatever

relates to the best interest of the members.

2. To receive, acquire, hold, purchase, dispose of, convey, mortgage, and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation; and to acquire, purchase, guaranty, hold, mortgage, own, vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidence of indebtedness of other corporations, domestic or foreign.

3. To appoint such officers, employees and agents as the business of the corporation may require and to allow them compensation.

4. To enter into contracts or obligations of any type or kind essential, necessary or proper to the transaction of its ordinary affairs, or for the purposes of the corporation.

5. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporation, firms, clubs, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

### ARTICLE III.

That the existence of this corporation shall be perpetual.

#### ARTICLE IV.

That the principal and registered office for the transaction of the business of this corporation is to be located at 420 East 2<sup>nd</sup> Street, P.O. Box 8425, City of Moscow, County of Latah, State of Idaho. The registered agent for said corporation shall be Frances Mortensen.

#### ARTICLE V.

That this corporation shall have not capital stock and shall be composed of members rather than shareholders in accordance with the foregoing provisions. That the corporation is one which does not contemplate pecuniary gain or profit to any member thereof and is organized for objects and purposes as hereinbefore set forth.

#### ARTICLE VI.

That the membership of the corporation shall consist of the signatories to these articles of incorporation and such other persons as may from time to time be elected to the membership of the corporation by the affirmative vote of a majority of the Board of Directors and/or in compliance with the by-laws of the corporation to be adopted. Provided, however, that the by-laws may provide for automatic expiration of and/or re-election to membership.

#### ARTICLE VII.

The by-laws of this corporation may be made, amended, and repealed by a majority vote of the members present at a general membership meeting, provided the proposed amendment has been read at a previous meeting.

## ARTICLE VIII.

That the directors of this corporation shall be such number of persons, not less than three, nor more than one hundred, as may be, from time to time, prescribed by the by-laws, and until the first meeting and organization of the corporation, the following persons shall serve as directors of said corporation, to wit:

<u>NAME</u>	<u>ADDRESS</u>
<u>Gladys Asbury, President</u>	<u>735 E. 7<sup>th</sup> Street, Moscow, Idaho</u>
<u>Edna Mathison, V.P.</u>	<u>104 South Main, Moscow, Idaho</u>
<u>Verna M. Walker, V.P.</u>	<u>Rt. 3 Box 241, Moscow, Idaho</u>
<u>E. Arthur Heick, Director, Treasurer</u>	<u>Rt. 2, Moscow, Idaho</u>
<u>Mrs. W.F. Schnell, Secretary</u>	<u>720 East D Street, Moscow, Idaho</u>
<u>Mrs. F.W. Hagedorn, Director</u>	<u>406 S. Hayes, Moscow, Idaho</u>
<u>H.S. Babington, Director</u>	<u>1021 East Fifth Street, Moscow, Idaho</u>
<u>William Christensen, Director</u>	<u>910 East B Street, Moscow, Idaho</u>
<u>James H. Blane, Director</u>	<u>609 E. 6<sup>th</sup>, Moscow, Idaho</u>
<u>Merton B. Waterman</u>	<u>595 W. C Street, Moscow, Idaho</u>
<u>W.F. Schnell</u>	<u>720 E. "D", Moscow, Idaho</u>
<u>Mrs. James H. Blane</u>	<u>509 East 6<sup>th</sup>, Moscow, Idaho</u>
<u>Mrs. Oscar S. Nelson</u>	<u>503 E. 6<sup>th</sup>, Moscow, Idaho</u>
<u>O.S. Nelson</u>	<u>503 E. 6<sup>th</sup>, Moscow, Idaho</u>

ARTICLE IX.

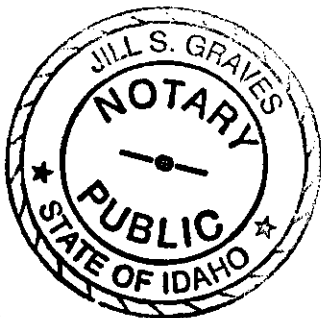
Upon the dissolution of the Senior Citizens Club of Moscow, Latah County, Idaho, Inc., its assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

I, the undersigned, for the purpose of a corporation, do make and file these Amended Articles and do hereby certify that the facts and circumstances are true and have hereunto set my hand this 7<sup>th</sup> day of April, 2003.

Bob Dudley

STATE OF IDAHO           )  
  ) ss.  
County of Latah           )

On this 7<sup>th</sup> day of April, 2003, before me, a Notary Public, personally appeared Bob Dudley, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same.



Jill S. Graves  
NOTARY PUBLIC in and for the  
State of Idaho residing at Moscow  
My commission expires: 02-28-2004