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State of Idaho

Department of State

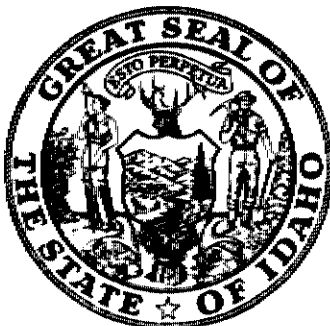
CERTIFICATE OF AMENDMENT OF

BOISE ROTARY FOUNDATION, INC.

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 BOISE ROTARY FOUNDATION, INC. duly signed and verified pursuant to the provisions of the Idaho Nonprofit 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: February 9, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF AMENDMENT

of the

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SECRETARY OF STATE

ARTICLES OF INCORPORATION

of

BOISE ROTARY FOUNDATION, INC.

AN IDAHO NON-PROFIT CORPORATION

Pursuant to the provisions of Section 30-3-91 of the Idaho Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Boise Rotary Foundation, Inc.

SECOND: The following amendments of the Articles of Incorporation were adopted by the members of the corporation on February 3, 1994, in the manner prescribed by the Idaho Non-corporation Act:

A. ARTICLE III, Section 2 is amended to read as follows:

"No part of the net earnings of the corporation shall inure to the benefit of any director, trustee, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office."

B. ARTICLE V is amended to read as follows:

"The Board of Directors shall have the right to make, amend or alter the Articles of Incorporation and the By-Laws of the corporation by majority vote of the Directors."

C. ARTICLE VI is amended to read as follows:

"The number of Directors of this corporation shall be not less than fifteen (15) nor more than twenty-five (25), as provided in the By-laws. Directors shall be elected by each of the Rotary Clubs of Boise, Idaho. The number of directors to be elected from each such Rotary Club shall be provided in the By-Laws."

D. ARTICLE VII is amended to read as follows:

"That private property of the Directors and Officers of this corporation shall not be subject to the payment of any corporate debt."

E. ARTICLE IX is amended to read as follows:

"The corporation shall have no Members."

The number of Members entitled to vote on such Amendment was 109; the number of Members who voted for such Amendment was 109. The number of Members who voted against such Amendment was 0. The number cast by the Amendment for the Members was sufficient for approval.

DATED February 3, 1994.

Boise Rotary Foundation, Inc.

Lawrence H. Kissler
By Lawrence H. Kissler, President

J.B. Pontefract
By J.B. Pontefract, Secretary

STATE OF IDAHO

County of Ada

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) ss.

On this 3rd day of February, 1994, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared Lawrence H. Kissler, President, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

WITNESS my hand and Official Seal.

Stephen C. Brown
Notary Public for Idaho
Residing at Boise, Idaho
My Commission expires: 1-19-2006

STATE OF IDAHO

County of Ada

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) ss.

On this 3rd day of February, 1994, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared J.B. Pontefract, Secretary, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

WITNESS my hand and Official Seal.

Stephen C. Brown
Notary Public for Idaho
Residing at Boise, Idaho
My Commission expires: 1-19-94