

**Department of State.**

**CERTIFICATE OF AMENDMENT  
OF**

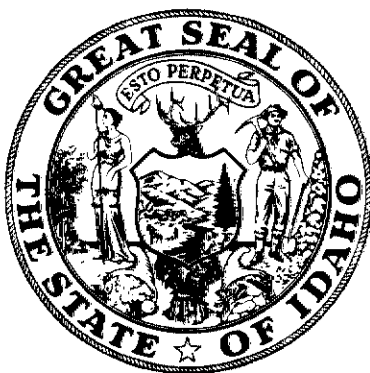
**ST. MICHAEL'S COOPERATIVE PRESCHOOL, INC.**

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 \_\_\_\_\_  
**ST. MICHAEL'S COOPERATIVE PRESCHOOL, 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 \_\_\_\_\_ September 14 \_\_\_\_\_, 19 88 .



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Walter J. Clark*

Corporation Clerk

SEP 14 4 09 PM '88

SECRETARY OF STATE

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION OF  
ST. MICHAEL'S COOPERATIVE PRESCHOOL, INC.**

Pursuant to the provisions of Section 30-326 of the Idaho Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**ARTICLE I.**

The name of the corporation is St. Michael's Cooperative Preschool, Inc. ("Corporation").

**ARTICLE II.**

The following amendments to the Articles of Incorporation were adopted by the Membership of the Corporation on September 6, 1988, in the manner prescribed by the Idaho Nonprofit Corporation Act:

**RESOLVED** that **ARTICLE IV.** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

#### **ARTICLE IV**

##### **PURPOSES OF THE CORPORATION**

This Corporation is organized exclusively for charitable and educational purposes within the meaning of Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law.

**RESOLVED** that **ARTICLE V.** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

#### **ARTICLE V**

##### **REGULATION OF INTERNAL AFFAIRS**

Provisions for the regulation of the internal affairs of the Corporation, including provisions for the distribution of assets on dissolution or final liquidation, are as follows:

1. **Inurement.** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III above.

2. **Legislative and Political Activities.** The Corporation shall not (i) devote more than an insubstantial part of its activities to or attempting to influence legislation by propaganda or otherwise, (ii) directly or indirectly participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to

any candidate for public office, or (iii) have objectives or engage in activities which characterize the Corporation as an "action" organization as defined in regulations under Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law.

3. **Prohibited Activities.** 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).

4. **Distribution of Assets on Dissolution.** Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed in accordance with Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law (i) for one or more exempt purposes, (ii) to the Federal government for a public purpose, or (iii) to a state or local government for a public purpose.

### ARTICLE III

The number of Members of the Corporation attending the meeting at which the proposed amendments were approved was 32.

ARTICLE IV

The number of Members voting for the amendment was 32 and the number of Members voting against the amendment was zero (0).

Dated: September 14, 1988.

St. Michael's Cooperative  
Preschool, Inc.

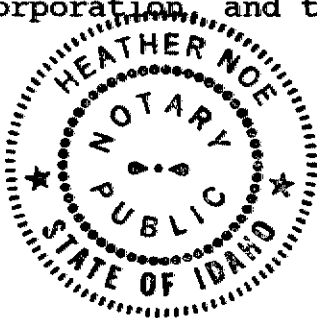
By: Rebecca Groves  
President  
Rebecca Groves

ATTEST:

Suzanne Bigelow  
Secretary  
Suzanne Bigelow

STATE OF IDAHO,     )  
                              ) ss.  
County of Ada.     )

I, Heather Noe, a notary public, do hereby certify that on this 14th day of September, 1988, personally appeared before me, Rebecca Groves and Suzanne Bigelow, who, being by me first duly sworn, declared that they are the President and Secretary of St. Michael's Cooperative Preschool, Inc., that they signed the foregoing document as president and secretary of the corporation, and that the statements therein contained are true.



Heather Noe  
Notary Public for Idaho  
Residing at Boise, Idaho  
Commission Expires: 10.30.93

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF ST.  
MICHAEL'S COOPERATIVE PRESCHOOL, INC. - 4