

State of Idaho

Department of State

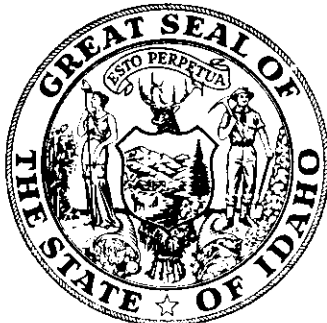
CERTIFICATE OF AMENDMENT OF

JOHN AND OLIVE ADAMS SCHOLARSHIP FOUNDATION, INC.
File Number C 32190

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 JOHN AND OLIVE ADAMS SCHOLARSHIP FOUNDATION, INC., duly signed 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: May 27, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *Olivia Hadden*

ARTICLES OF AMENDMENT
TO

ARTICLES OF INCORPORATION
OF

JOHN AND OLIVE ADAMS SCHOLARSHIP FOUNDATION, INC.

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SECRETARY OF STATE
STATE OF IDAHO

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DATE 05/27/1997
IDAHO SECRETARY OF STATE

Pursuant to Section 30-3-89, 3-3-90, and 30-3-91, of the Idaho Non-Profit Corporation Act, and Section 30-3-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

KNOW ALL MEN BY THESE PRESENTS:

At a continuation meeting of the 1996 annual meeting, held on May 23, 1996, and the 1997 annual meeting, held on the 5th day of February, 1997, the members and the board of directors, being one and the same persons, on behalf of the corporation unanimously adopted the following resolution:

RESOLVED:

That Article II of the Articles of Incorporation of the John and Olive Adams Scholarship Foundation, Inc., shall be amended as follows:

ARTICLE II

Pecuniary profit is not the object, or purpose of this corporation, and the purposes for which this corporation is formed, are:

1. To encourage capable and worthy high school graduates of either sex, to become interested in the field of physical science or social science, to include, but not limited to, the fields of nuclear engineering and astronautics in physical science, and government and international relations in social science.

2. To assist high school graduates financially, and to this end to award scholarships for a maximum period of four (4) years, or study per student at the Bachelor's level. No scholarships are to be awarded at the Master's or Doctorate level.

(a) Students to be awarded scholarships shall have graduated from high school, and must meet at least one of the following criteria:

i. Shall have graduated within the upper 20% of their high school class,

or

- ii. Shall have graduated with an accumulative gradepoint average of 3.5 or higher;
- iii. Have received a grade of 24 or better on the American College Test, (ACT)
- iv. Have received a grade of 1,110 or better, on the Scholastic Aptitude Test (SAT), or
- v. Be within the 80% percentile, or higher, on the Computer Placement Test (CPT).

Preferential consideration will be given to students who are not in a financial position to further their education.

(b) As a minimum, at least 25% of the scholarships must be awarded to graduates from high schools situate within the territory now comprising Bonneville, Bingham, Jefferson, Madison and Fremont Counties, of the State of Idaho. The remainder of the scholarships may be awarded to other graduates within that said territory, or may be awarded on a nationwide basis, at the option of the board of directors. Scholarships shall only be awarded to a school located in the territory now comprising the State of Idaho, which school must be accredited by the NorthWest Association of Schools and Colleges.

(c) In no event is race, color, or creed, to be a factor in awarding scholarships.

(d) The directors shall give consideration to the recommendations of the superintendent of schools, and the principal of the schools, or their duly appointed agents, from which the prospective awardees have, or, will graduate.

(e) For the renewal of any scholarship for the second, third, or fourth year, the awardee must submit to the board of directors satisfactory proof that he or she is continuing a course of study in the physical or social sciences, at an accredited school in the State of Idaho, and has maintained a scholastic average of at least 3.0 ("B").

(f) Awardees who have received scholarships from this corporation, are not

legally obligated to return to the corporation the monetary value of such scholarships. However, since the corporation is of great value to education, and definitely in the public interest, the scope of its operations can be greatly increased, if successful awardees in the years ahead will voluntarily pay to the corporation the monetary value of the scholarship received. Therefore, such voluntary payments, as well as any additional contributions to the corporation, by the awardees and other interested persons and organizations will be accepted by the directors.

3. To lease, purchase, hold, have, use, and take possession of, and enjoy in fee simple, or otherwise, any property, necessary or convenient for the uses and purposes of this corporation, and to sell, lease, alienate, or dispose of the same at the pleasure of the corporation, and for the uses and purposes for which the corporation is formed.

4. This corporation is organized and shall be operated exclusively for educational purposes, and all of the income of the corporation shall be used exclusively for educational purposes, as hereinabove set forth, and for the payment of expenses incidental thereto; no part of the income shall inure to the benefit of any member or board of director, and no part of his activity shall be used for the carrying on of propaganda, or otherwise attempting to influence legislation. Only the income of the corporation shall be used or expended, and the corpus or principal shall be kept intact.

5. No member, or board of directors shall at any time be entitled to any of the assets, funds, or property of the corporation, except that said persons may be paid reasonable compensation for services actually rendered, and for expenses necessarily incurred, in or about the business of the corporation.

6. The close for the fiscal year of the corporation shall be June 30th. The directors shall appropriately publish in a newspaper of general circulation in Idaho Falls, Idaho, a notice to the public that the tax returns have been completed, and are available for examination upon request. Such publication shall occur annually.

7. Annually the board of directors will cause to be published appropriate notice of the scholarships and the criteria required for application thereto.

The remaining Articles of Incorporation of the John and Olive Adams Scholarship Foundation, Inc., and prior amendments thereto, shall remain the same and shall not be amended, or modified, except as hereinbefore set forth.

DATED this 14th day of May, 1997.

JOHN AND OLIVE ADAMS SCHOLARSHIP FOUNDATION, INC.

By

Arthur Fogartie
It's President

ATTEST:

By

Ann Meikle
It's Secretary

STATE OF IDAHO)
) ss.
County of Bonneville)

I, Trenna Kuchenbecker, a Notary Public, do hereby certify, that on this 14th day of May, 1997, personally appeared before me the Reverend Arthur Fogartie, who, being by me first duly sworn, declared that he is the President of the John and Olive Adams Scholarship Foundation, Inc., an Idaho Corporation, and that he signed the foregoing document as such, and that the statements therein contained are true.

(SEAL)

Trenna Kuchenbecker
Notary Public for Idaho
Residing at Idaho Falls, Idaho
My Commission Expires: 12/1/98

STATE OF IDAHO)
) ss.
County of Bonneville)

I, Trenna Kuchenbecker, a Notary Public, do hereby certify, that on this 21st day of May, 1997, personally appeared before me Ann Meikle, who, being by me first duly sworn, declared that she is the Secretary of the John and Olive Adams Scholarship Foundation, Inc., an Idaho Corporation and that she signed the foregoing document as such, and that the statements therein contained are true.

(SEAL)

Trenna Kuchenbecker
Notary Public for Idaho
Residing at Idaho Falls, Idaho
My Commission Expires: 12/1/98