

01 APR 19 AM 10:03
SECRETARY OF STATE
STATE OF IDAHO

01 MAY 28 AM 8:57
Amendment

To
SECRETARY OF STATE
AMENDED AHO

ARTICLES OF INCORPORATION
OF

KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC.

IDAHO SECRETARY OF STATE

03/21/2001 09:00
OK: 1062 CT: 142402 MI: 300102

1 @ 30.00 = 30.00 NON PROF A # 2

SECOND

This nonprofit corporation is organized exclusively for as a business league to administer funds for community development within the meaning of Section 501 (c) (6) of the Internal Revenue Code.


Amended to:

This nonprofit corporation is organized exclusively as a business league to administer fund for community development within the mean of Section 501 (c) (4) of the Internal Revenue Code.

WE, THE UNDERSIGNED, being all of the incorporators of KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC., do hereby certify that the forgoing AMENDED ARTICLES OF INCORPORATION were adopted the 26th day of March, 2001 during a regular meeting of the membership, by a majority vote with nine voting members present.

DATED THIS 26TH DAY OF MARCH 2001.


ROBERT LAMBERT, President


JERRY BROWN, Treasurer


LIZZIE BAUMGARDNER, Vice President

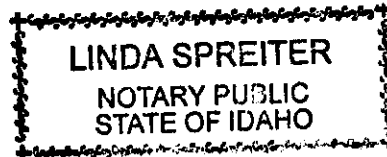

MARILYN BENJAMIN, Secretary

ARTICLES OF INCORPORATION OF KENDRICK-JULIAETTA COMMUNITY
DEVELOPMENT ASSOCIATION, INC.

On this 2nd day of April, 2001, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared ROBERT LAMBERT, LIZZIE BAUMGARDNER, MARILYN BENJAMIN, AND JERRY BROWN known to me to be the persons whose name are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

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

Notary Public in and for the State of Idaho,
residing at Juliaetta, Id therein.
My Commission expires 9-1-2004



ARTICLE VI
Amendment

II.

CONTRACTS: The Board of Directors, pursuant to the Laws of the State of Idaho and pursuant to the Internal Revenue Code Section 501 (c) 4 may authorize the president to be witnessed by the Secretary to enter into any contracts or execute and deliver any instrument in the name of and on behalf of the Nonprofit Corporation, and such authority may be general or confined to specific instances and all contracts shall bear the seal of the Corporation.

ARTICLE VII
Amendment

To Amended

BYLAWS OF

KENDRICK-JULIAETTA

COMMUNITY DEVELOPMENT ASSOCIATION, INC.

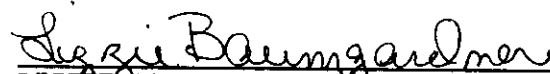
I.


BOARD OF DIRECTORS: Except as otherwise specifically provided herein, the membership, by majority vote of the entire board, may alter, amend, repeal and in any way change these bylaws by subject, however, to the Federal Tax exempt provisions of the Internal Revenue Code Section 501 (c) 4.

WE, THE UNDERSIGNED, being all of the incorporators of KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC., do hereby certify that the foregoing BYLAWS of this nonprofit corporation were adopted at a meeting of the Incorporators of the nonprofit corporation duly and regularly held.

DATED THIS 26TH DAY OF MARCH, 2001


ROBERT LAMBERT, PRESIDENT


LIZZIE BAUMGARDNER, VICE-PRESIDENT


MARILYN BENJAMIN, SECRETARY

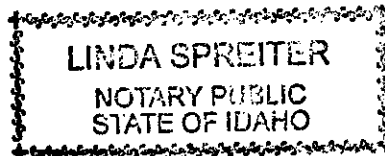

JERRY BROWN, TREASURER

BYLAWS OF KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT
ASSOCIATION, INC.

On this 2nd day of April, 2001, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared ROBERT LAMBERT, LIZZIE BAUMGARDNER, MARILYN BENJAMIN, AND JERRY BROWN known to me to be the persons whose name are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

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

Notary Public in and for the State of Idaho,
residing at Julietta, Id therein.
My Commission expires 9-1-2004



BYLAWS OF KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT
ASSOCIATION, INC.