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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
IDAHO VOICES FOR CHILDREN, INC.

SECRETARY OF STATE
STATE OF IDAHO

The Board of Directors of the nonprofit Corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Amended and Restated Articles of Incorporation ("Articles").

**ARTICLE I
NAME OF THE CORPORATION**

The name of the Corporation is Idaho Voices for Children, Inc.

**ARTICLE II
STATUS**

The Corporation is a nonprofit Corporation.

**ARTICLE III
PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the registered office is 1607 W. Jefferson Street, Boise, Idaho, 83702 and the name of the registered agent at this address is Sara Herring. The mailing address of the Corporation is PO Box 8882, Boise, Idaho, 83707.

**ARTICLE V
PURPOSES**

The purposes for which the Corporation is organized and will be operated are as follows:

- A. To create a unified voice to advocate for state policies that promote the interests and well-being of children.
- B. To elevate children as a policy priority and advance a statewide children's policy agenda that ensures all children have economic security and the freedom from poverty and its debilitating effects, access to quality health care, quality education opportunities, throughout childhood, and safety from all forms of abuse, neglect, exploitation and violence.
- C. The Promotion of social welfare within the meaning of Section 501 (c) 4 of the Internal Revenue Code, as amended from time to time.

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D. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a Corporation formed under the Act, or any amendment thereto or substitute therefore, may not at that time lawfully carry on or do.

ARTICLE VI LIMITAITONS

No part of the net earnings or the assets 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 and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c) 4 of the Internal Revenue Code, as amended from time to time.

ARTICLE VII MEMBERS

The Corporation shall not have members.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall include the officers of the Idaho Voices for Children Foundation, Inc. and not more than three other members as provided in accordance with the Corporation's Bylaws. The Directors shall be elected by the Board in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the Board of Directors as of the date of this filing are:

<u>NAME</u>	<u>ADDRESS</u>
Hollis Brookover	649 N. Morningside Way, Boise, ID 83712
David High	1012 N. 18 th Street, Boise, ID 83702
Melissa Finocchio	8000 S. Federal Way, Boise, ID 83707
Teresa Killingsworth	13116 W. Scotfield Street, Boise, ID 83713

ARTICLE IX DISTRUBUTION ON DISSOLUTION

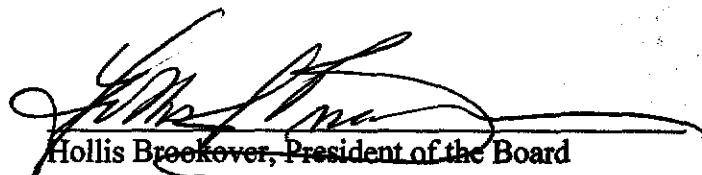
Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organization under Section 501(c) 4 of the Internal Revenue Code, as amended form time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE X BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this 4 day of December, 2008.



Hollis Brookover, President of the Board