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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
IDAHO COMMUNITY FOUNDATION, INC.**

Pursuant to the provisions of the Idaho Non-Profit Corporation Act (I.C. § 30-3-1, et seq.), the Idaho Community Foundation, Inc. (hereinafter the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is IDAHO COMMUNITY FOUNDATION, INC.
2. The text of the two amendments adopted is as follows:

Articles Sixth and Seventh of the Articles of Incorporation of the Idaho Community Foundation, Inc., shall be and hereby are amended to read as follows:

SIXTH

For purposes of these Articles, "charitable purposes" include, but are not limited to, educational, religious, scientific, public and other purposes, contributions for which are deductible under Section 170(c)(1) and (2) of the Internal Revenue Code of 1986, and "qualified charitable organization" means an organization which is described in Section 170(c)(1) or (2) of said Code. Any reference in these Articles to a section of the Internal Revenue Code of 1986 shall be deemed to include the corresponding provision or provisions of any of the applicable future Revenue Code.

SEVENTH

This corporation shall have members and there shall be a single class of membership. The corporation may issue membership certificates evidencing membership in the Idaho Community Foundation. The manner of election and the qualifications and the rights of the members shall be set forth in the Bylaws. The membership is vested with the right and authority to elect directors at each annual meeting of the class whose term expires at the time of such meeting and to fill all other vacancies on the Board of Directors existing at the time of such meeting.

3. Date of Amendments' Adoption by the Board of Directors: February 17, 2011.
4. Approval by the members by written consent was solicited by a letter to the members dated January 28, 2011, accompanied by a summary and a copy of the proposed

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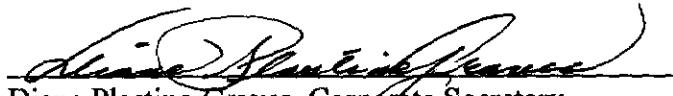
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amendment as required by I.C. § 30-3-91(5). A copy of the soliciting materials is attached hereto consisting of the letter, copy of the proposed amendment, and a consent ballot.

- (a) The corporation has a single class of membership. On December 31, 2010 (the record date), the corporation had 850 members outstanding, with each member having the right to cast one vote for the amendment;
- (b) As of February 14, 2011, the secretary of the corporation had received 314 consent ballots from the membership of which 310 votes (consents) were cast for the amendment and 4 votes (consents) were cast against the amendment. By this balloting, at least 75% of the membership gave its written consent to the amendment and at least 10% of the members voted, which is sufficient for approval.

IN WITNESS WHEREOF, I have hereunto set my hand this 17th day of February, 2011.


Diane Plastino Graves, Corporate Secretary
Idaho Community Foundation, Inc.