

# *State of Idaho*

## **Department of State**

### **CERTIFICATE OF AMENDMENT OF**

**PALOUSE AUDUBON SOCIETY, INC.  
File Number C 44666**

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 PALOUSE AUDUBON SOCIETY, 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: October 30, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Louisa Herold*

Oct 30 10 55 AM '95  
SECRET  
STATE OF IDAHO  
ARTICLES OF AMENDMENT  
OF  
PALOUSE AUDUBON SOCIETY, INC.

KNOW ALL PERSONS BY THESE PRESENTS, that the Articles of Incorporation of the Palouse Audubon Society, Inc., dated October 21, 1971, are hereby amended as follows:

1. Article III is amended to read:

ARTICLE III

The Corporation is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Review Code. The corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to the members thereof, or to any private shareholder or individual. The property, assets, profits, and net income of the Society are irrevocably dedicated to charitable purposes and no part of the property, assets, profits or net income of the Society shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private shareholder or individual. Upon the dissolution, or upon abandonment, the assets of the Society remaining after payment of or provision for all debts and liabilities of the Society, shall be donated to National Audubon Society, Inc. or its successor. However, if the National Audubon Society, Inc. is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of the corporation shall be distributed to such fund, foundation or organization which is organized and operated exclusively for the purposes specified in section 501(c)(3) of the

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CORPORATION (NON-PROFIT) AMENDMENT

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Internal Revenue Code.

2. Article IV is amended as follows:

ARTICLE IV

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 1986 (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 1986 (or corresponding provision of any future United States Internal Revenue Law).

3. The foregoing amendments were adopted by vote of a quorum of the members of the Society at a duly noticed special meeting on the 20 day of September, 1995 at Moscow, Idaho, unanimous vote.

DATED this 20 day of October, 1995.

Palouse Audubon Society, Inc.

Diane L. Weber  
Diane L. Weber, President

ATTEST:

Lou Ann Lomax  
LouAnn Lomax, Secretary

State of Washington  
County of Whitman

Signed or attested before me on October 20, 1995 by

Lou Ann Lomax and Diane L. Weber

Judith J. Fricke  
Signature of Notary Public

Notary  
Title  
My Appointment expires: April 27, 1997

