

## Restated Articles of Incorporation and Articles of Amendment 08 MAY -1 AM 10: 37

Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the corporations is: Somali Bantu Community Association of Idaho, Inc.
2. The text of each amendment is as follows:

**Article 2. Purpose:**

The purpose of the Somali Bantu Community Association of Idaho, Inc. is to

1. Encourage a just and peaceful world and friendly commerce among the citizens of all nations by fostering an environment where members of the Somali Bantu tribe can work within the communities such as refugee, migrant, or internally displaced populations (IDP) and assist them in achieving locally determined goals using mathematics, science, and technology education communicated through the use of accessible, suitable and sustainable technology;
2. Participate in the local Idaho community where members join teams made up of students from different cultures, countries, or environments and devise methods of communication using accessible, suitable, and sustainable technology in order to solve a real-world problem faced by a refugee, migrant or internally displaced population;
3. Promote interaction among its members by providing its members training and assistance in adopting the cultural, ideals, customs and practices and laws of the United States.
4. Educate ourselves and others in these areas of knowledge by means of discussions, speakers, research, publications, exchanges, and other appropriate means, and to promote the members from around the world;
5. Encourage and assist community leaders with the integration of its members into local culture and community activities. Educate and assist in the empowerment of the Somali Bantu Community to become socially engaged as productive members of the community.

**Article 3. Duration**

The corporation shall have perpetual duration.

**Article 4 Tax Exemption Requirements**

A. The corporation is organized and operated exclusively for the purposes set forth in Article 2 herein.

B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation.

Amendment to Article of Incorporation

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from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

#### **Article 5. Membership**

The membership of this organization is open to all adults, or parties interested in, promoting, supporting, or participating in the activities related to the Somali Bantu Community Association of Idaho, Inc.

It is the duty of every member to conduct themselves in accordance with the by-laws of this organization and in a manner that will bring positive outcome and the benefits thereof.

Any negative behavior is grounds for immediate loss of membership, resignation of the right to vote, resignation or right to participate in group activities, and the benefits thereof.

#### **Article 6. Registered Office and Agent and Corporate Mailing Address**

The street address of the changed registered office of the corporation is 3905 Alpine #67, Boise, Idaho 83705. The name of the original registered agent at such address is Abubakak Mohamed. The mailing address of the corporation is 3905 Alpine No. 67, Boise, Idaho 83705.

#### **Article 7. Board of Directors**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a board of directors. The board of directors shall promulgate all bylaws governing the affairs of the corporation. The bylaws may prescribe the number of directors, as long as the number of directors of the corporation shall be not less than three; provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

#### **Article 8. Bylaws**

The By-laws are adopted by a simple majority vote of the directors. The By-laws may be changed, altered, or amended by a two-thirds vote of the directors present at a regular or special meeting of the directors.

#### **Article 9. Property and Profits**

The property of this corporation is irrevocably dedicated to the purposes set forth in Article 2 herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person, 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 purpose or purposes set forth in Article 2 herein.

#### **Article 10. Distribution Upon Dissolution**

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, that are organized and operated exclusively for such purposes.

#### **Article 11. Amendments**

Amendments to these articles of Incorporation may be proposed by a resolution adopted by the board of directors unless required by Idaho Code to be presented to a quorum of members for their vote.

#### **Article 12 Limited Liability of Directors and Officers**

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and their private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of Idaho not be denied or limited by the bylaws, except that an officer or director may be personally liable for any act that constitutes as any breach of loyalty to the corporation, bad faith or wanton misconduct or engaging in any conflict of interest transaction or self-dealing such as providing an officer or director an economic benefit such as a loan, loan guarantee or unlawful distribution.

3. The date of adoption of the amendment(s) was: December 16, 2007.
4. Manner of adoption (check one):
  - a. The number of directors entitled to vote was: Sixteen
  - b. The number of directors that voted for each amendment was: Sixteen
  - c. The number of directors that voted against each amendment was: None
4. The matters amendments consisted of matters that were adopted by the corporation's directors pursuant to Idaho Code §30-3-90.

Dated this April, 30, 2008.

By: MUSA  
Its: President

By:   
Its: Secretary