

State of Idaho

Department of State

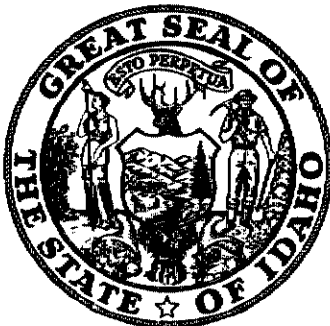
CERTIFICATE OF AMENDMENT OF

**THE SOUTHERN IDAHO CORPORATION OF
SEVENTH-DAY ADVENTISTS
File Number C 5527**

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 THE SOUTHERN IDAHO CORPORATION OF SEVENTH-DAY ADVENTISTS, 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: June 12, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley DeWitt*

JUN 12 4 25 PM '95

ARTICLES OF AMENDMENT

OF

SECRETARY OF STATE
STATE OF IDAHO

THE SOUTHERN IDAHO CORPORATION OF SEVENTH-DAY ADVENTISTS

IDAHO SECRETARY OF STATE
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PURSUANT to Section 30-3-93, Idaho Code, and Article Eleventh of the Articles of Incorporation, as amended, of THE SOUTHERN IDAHO CORPORATION OF SEVENTH-DAY ADVENTISTS, an Idaho nonprofit corporation (the "Corporation"), upon notice thereof, the following meetings were held and resolutions approved:

1. On May 1, 1995, the members of the Board of Trustees (Directors) of the Corporation met at a duly called meeting to discuss the amendment of the Corporation's Articles of Incorporation. At said meeting of the Board of Trustees, the trustees did adopt the following Resolution:

RESOLVED, That the Corporation's Articles of Incorporation shall be amended in their entirety and restated as amended and presented and are hereby adopted as the Corporation's Articles of Incorporation subject to the approval of the Members of the Corporation and the delegates as called for in the Corporation's existing Articles of Incorporation. A copy of the Articles of Incorporation as amended and adopted by the Board of Trustees is attached hereto and incorporated by reference.

Of the eight (8) presently serving trustees, all eight (8) were in attendance at the meeting and voted in favor of the Resolution.

2. On May 1, 1995, the Members of the Corporation met at a duly called special meeting to discuss the amendment of the Corporation's Articles of Incorporation. At said meeting of the Members, the Members did adopt the following Resolution:

RESOLVED, Upon the recommendation of the Board of Trustees, the Corporation's Articles of Incorporation shall be amended in their entirety and restated as amended and presented and are hereby adopted as the Corporation's Articles of Incorporation subject to the approval of the delegates as called for in the Corporation's existing Articles of Incorporation.

Of the eight (8) current Members, all eight (8) were in attendance at the meeting and voted in favor of the Resolution. The same wording of the Articles of Incorporation as amended and adopted by the Board of Trustees was adopted by the Members.

3. On June 11, 1995, the delegates to a regular Session of the Corporation met at a duly called meeting to discuss the amendment of the Corporation's Articles of Incorporation. At said meeting of the delegates, the delegates did adopt the following Resolution:

RESOLVED, Upon the recommendation of the Board of Trustees and Members of the Corporation, the Corporation's Articles of Incorporation shall be amended in their entirety and restated as amended and presented and are hereby adopted as the Corporation's Articles of Incorporation.

The same wording of the Articles of Incorporation as amended and adopted by the Board of Trustees and adopted by the Members was adopted by the delegates.

DATED this 11th day of June, 1995.

**THE SOUTHERN IDAHO
CORPORATION OF SEVENTH-DAY
ADVENTISTS**

By Stephen L. McPherson
STEPHEN L. MCPHERSON, PRESIDENT

ATTEST:


Edward Scheresky
EDWARD SCHERESKY, SECRETARY

(CORPORATE SEAL)

STATE OF IDAHO)
 :SS.
County of Ada)

I, Robert E. Kyte, a notary public, do hereby certify that on the
11th day of June, 1995, personally appeared **STEPHEN L.
MCPHERSON**, who, being by me first duly sworn, declared that he is the President
of **THE SOUTHERN IDAHO CORPORATION OF SEVENTH-DAY ADVENTISTS**,
that he signed the foregoing document as President of the corporation, and that the
statements therein contained are true.

SEAL



NOTARY PUBLIC For Idaho
Residing at Boise
My Commission Expires: 2-7-99

RESTATED AND AMENDED ARTICLES OF INCORPORATION

of

THE SOUTHERN IDAHO CORPORATION OF SEVENTH-DAY ADVENTISTS

Pursuant to the provisions of Idaho Code, Sections 30-3-1, et seq., the Idaho Nonprofit Corporation Act, the undersigned Corporation, pursuant to a resolution adopted by its Members and approved by its Delegates, hereby adopts the following Restated and Amended Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be **THE SOUTHERN IDAHO CORPORATION OF SEVENTH-DAY ADVENTISTS**.

ARTICLE II

DURATION

The period of existence and duration of the life of the Corporation shall be perpetual.

ARTICLE III

REGISTERED OFFICE

The location of the registered office of the Corporation shall be in Boise, County of Ada, State of Idaho, and the address of the registered office of the Corporation shall be 7777 Fairview Avenue, Boise, Idaho 83704.

ARTICLE IV

PURPOSES

The Corporation is not formed for pecuniary profit, and no part of the revenue or income of the Corporation shall inure to the benefit of any delegate, member, director, or officer thereof or to any individual, or be applied or used for any purpose other than to further the objects and purposes of the Corporation to the extent allowed under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any subsequent federal tax law, which purposes are as follows:

(a) To diffuse moral and religious knowledge throughout the entire world by owning and operating suitable facilities for the purpose of public worship, religious training and charitable activities under the supervision of the policies and discipline of the Seventh-day Adventist denomination;

(b) To own and operate schools for religious and secular training, or either of them; to own and operate libraries, hospitals, sanitariums, youth camps, recreational centers, campgrounds and auditoriums for religious purposes; to own and operate orphanages, convalescent, senior citizen or retirement homes and other benevolent enterprises; to own and operate publishing houses, bookstores, radio and television stations, and production and distribution facilities for religious materials; to engage in the research, production and sale of food products for aiding in the practice of health principles as advocated by the Seventh-day Adventist Church; and

(c) In general to do whatever pertains to the spiritual or temporal interests, or both, of the Corporation and the churches and other institutions under its jurisdiction, or one or more of them.

ARTICLE V

POWERS

The Corporation shall have and exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho, such as in Chapter 3, Title 30, Idaho Code, or under any Act amendatory thereof or supplemental thereto or substituted therefor, and generally to do and carry on all activities directly or indirectly connected with or appertaining to any of the foregoing purposes specified in these Articles of Incorporation.

ARTICLE VI

MEMBERSHIP

The Corporation shall have no members as defined under the Idaho Nonprofit Corporation Act, Idaho Code, Section 30-3-1, et seq.

ARTICLE VII

DELEGATES

The Corporation shall have delegates. The number and qualifications of delegates and the terms and conditions of delegates shall be as set forth in the Bylaws of the Corporation.

No delegate shall have or acquire a greater interest in the Corporation than

any other delegate, and the voting power and rights of the delegates of the Corporation shall be equal.

ARTICLE VIII

LIABILITY

The officers, directors and/or delegates of the Corporation shall not be individually liable for the Corporation debts or other liabilities of any kind whatsoever. The private property of any officer, director, or delegate of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever, and they shall not be subject to assessment for any purpose of paying expenses, conducting business or paying debts of the Corporation.

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was an officer, director, or delegate of the Corporation shall be indemnified by the Corporation. Such right of indemnification shall not be deemed exclusive of any other rights to which such officer, director, member or delegate (or such heirs, executors or administrators) may be entitled apart from this Article. The terms of indemnification shall be as more fully specified in the Corporation's Bylaws.

ARTICLE IX

RIGHTS UPON DISSOLUTION

In the event of the dissolution of the Corporation, and after paying or making provision for the payment of all the liabilities of the Corporation, all assets remaining

shall be transferred to the North Pacific Union Conference Association of Seventh-day Adventists, or its successor or designated alternate organization providing that at such time such organization shall qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any subsequent federal tax law.

ARTICLE X

BOARD OF DIRECTORS

Control and management of the affairs of the Corporation shall be vested in the delegates, provided that certain responsibilities and duties of control and management may be delegated to the Board of Directors as specified in the Bylaws. The number of members of the Board of Directors, their terms and qualifications shall be set forth in the Bylaws of the Corporation.

ARTICLE XI

AMENDMENT OF ARTICLES AND BYLAWS

The amendment of these Articles of Incorporation and the Corporation's Bylaws shall be only upon an action of the Board of Directors as affirmed by the delegates under the provisions more fully set forth under the Bylaws of the Corporation.

The foregoing Restated and Amended Articles of Incorporation of THE SOUTHERN IDAHO CORPORATION OF SEVENTH-DAY ADVENTISTS correctly set forth the Articles of Incorporation as duly approved by the Board of Directors, the members and the delegates as called for in the Corporation's Articles of Incorporation

and the Corporation's Bylaws, as well as under the provisions of Idaho Code, Section 30-3-1, et seq., the Idaho Nonprofit Corporation Act.

DATED this 11 day of June, 1995.

THE SOUTHERN IDAHO CORPORATION
OF SEVENTH-DAY ADVENTISTS

Stephen L. McPherson
STEPHEN L. McPHERSON, PRESIDENT

ATTEST:

Edward Scheresky
EDWARD SCHERESKY, SECRETARY

VERIFICATION

STATE OF IDAHO)
 : ss.
County of Ada)

On this 11th day of June, 1995, before me, the undersigned, a Notary in and for said State, personally appeared STEPHEN L. McPHERSON, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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

Robert B. K. B.
NOTARY PUBLIC For Idaho
Residing at Boise, therein
My Commission Expires: 2-17-97