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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

LOST RIVERS ECONOMIC DEVELOPMENT, INC.

The undersigned, constituting at least a two-third majority of the members of the board of directors and officers of the corporation herein named, currently organized under the Idaho Nonprofit Corporation Act, **Idaho Sec. of State Filing No. C154912**, adopt the following Amended and Restated Articles of Incorporation for such corporation, the same having been duly approved as required by the provisions of Title 30, Chapter 3, Idaho Code.

Article 1.01. Name. The name of this Idaho nonprofit corporation is Lost Rivers Economic Development, Inc. (hereinafter "Corporation").

Article 1.02. Purpose. The purpose for which the Corporation is organized is: to develop, implement, and coordinate: business recruitment, retention and expansion; entrepreneurial, economic and community development activities; tourism; and other related work for the Idaho communities in Butte County and south Custer County, Idaho. The Corporation shall further conduct any other lawful activity in furtherance of the goals and objectives of the Corporation and allowed by law.

Article 1.03. Duration. The existence of the corporation shall be perpetual.

Article 2.01. Office Address. The street address of the registered office of the Corporation is 211 E. Custer St., Bldg. 1, Ste. 3, Mackay, Idaho, 83251.

Article 2.02. Registered Agent. The name of the Corporation's registered agent located at the aforestated address is Robert Bagley.

Article 2.03. Mailing Address. The mailing address of the Corporation, for future correspondence, is P.O. Box 569, Mackay, Idaho, 83251.

Article 3.01. Voting Members. The Corporation does not have voting members.

Article 3.02. Management. The board of directors of the Corporation shall consist of no fewer than three (3) persons. The current directors of the Corporation are:

Ron Oxley	P.O. Box 569, Mackay, Idaho, 83251
Robert Bagley	P.O. Box 569, Mackay, Idaho, 83251
Lin Hintze	P.O. Box 569, Mackay, Idaho, 83251
Connie Doerr	P.O. Box 569, Mackay, Idaho, 83251
Steve Smith	P.O. Box 569, Mackay, Idaho, 83251
Brad Huerta	P.O. Box 569, Mackay, Idaho, 83251
Ryan McDermott	P.O. Box 569, Mackay, Idaho, 83251
Dennis Wallen	P.O. Box 569, Mackay, Idaho, 83251
Margaret Van Orden	P.O. Box 569, Mackay, Idaho, 83251

Article 3.03. Director and Officer Liability. No officer or director shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as an officer or director except as provided by Idaho law. To the fullest extent that the laws of the State of Idaho as they now exist or as they may hereafter be amended permit the elimination or limitation of the liability of officers and directors, no officer or director shall be liable for damages for any action taken or for failure to take any action. The private property of the officers and directors shall be forever exempt from all corporate debts of any kind whatsoever. Any repeal or modification of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of an officer or director of the Corporation existing at the time of such repeal or modification.

Article 3.04. Incorporators. The incorporators of the Corporation are the individuals named above as the initial members of the board of directors.

Article 4.01. Amendment of the Articles. The Corporation may amend its Articles of Incorporation from time to time with the approval of two-thirds of the members of the board of directors.

Article 4.02. Bylaws. The Bylaws of the Corporation shall be adopted by a majority of the members of the board of directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, shall be vested in the board of directors. The Bylaws may contain any provisions for the regulation, management or affairs of the Corporation not inconsistent with Idaho law or these Articles of Incorporation.

Article 5.01. Dissolution. Upon dissolution of the Corporation, the assets of the Corporation shall be distributed as follows: to any nonprofit corporation organized in accordance with Section 501(c)(3) of the Internal Revenue Code, or to any governmental entity, with goals or objectives similar to those of the Corporation and serving the same geographic area as the purposes for which the Corporation is organized.


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Article 5.02. Effective Date, Adoption. The effective date of these Amended and Restated Articles shall be the date of execution and adoption of the same as indicated below

DATED this 21st day of March, 2019

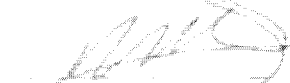

Robert Bagley - President LRED



Lin Hintze - Vice President LRED


Ron Osley - Vice President LRED


Connie Doen - Secretary/Treasurer LRED


Steve Smith - Director LRED


Brad Huerta - Director LRED


Ryan McDermott - Director LRED


Dennis Wallen - Director LRED


Margaret Van Orden - Director LRED