



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

NEW DAY PRODUCTS, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the *23th* day of *July* 19 *77*, original articles of amendment, as provided by Section ~~8~~ 30-146 and 30-147, Idaho Code, amended Articles of Incorporation

and that the said articles of amendment contain the statement of facts required by law, and are *will be* recorded on ~~film~~ *microfilm* of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this *23th* day of *July*, A. D., 19 *77*.

Secretary of State

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
NEW DAY PRODUCTS, INC.

* * *

The undersigned, president and secretary of New Day Products, Inc., an Idaho corporation, hereby certify that at a special meeting of the members of said corporation, duly called and held at 7:30 o'clock p.m. on July 26, 1977, at the corporation's principal place of business in Pocatello, Bannock County, Idaho, the following resolutions were adopted by the unanimous vote of all of the members of said corporation present at such meeting, there being a quorum present:

- (1) "Resolved that Article II, section 1 of the Articles of Incorporation shall be amended to read as follows:

'To provide vocational development services, including vocational evaluation, vocational adjustment, work experience, work activities and extended controlled employment for vocationally handicapped persons.'"
- (2) "Resolved that Article II, section 10 be added to read as follows:

'To do all things necessary, essential, convenient, or proper for the accomplishment of any and all of the aforementioned purposes for the attainment of any and all of the objects above mentioned, or incident to the powers herein named, or which shall have at any time appeared to be conducive or expedient or beneficial to the corporation, and to such end to have any and all powers conferred upon non-profit cooperative associations and corporations organized under the statutes of the State of Idaho as now constituted and as may be provided by future amendments thereto.'"
- (3) "Resolved that Article III of the Articles of Incorporation shall be amended to read as follows:

'The principal place of business of said Corporation shall be 1704 N. Main, Pocatello, Idaho 83201.'"
- (4) "Resolved that Article V of the Articles of Incorporation shall be amended to read as follows:

'The corporate power and business shall be exercised and controlled by a Board of not less than three Directors and not more than thirteen directors and within said limits, the number of directors shall be established by the by-laws with the director to be elected annually.'"


- (5) "Resolved that Article VI of the Articles of Incorporation shall be amended to read as follows:
- 'This corporation is organized exclusively for charitable, educational, religious, and scientific purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).'
- (6) "Resolved that Article VIII be deleted."
- (7) "Resolved that Article IX shall become Article VIII, that Article X shall become Article IX, that Article XI shall become Article X, that Article XII shall become Article XI, that Article XIII shall become Article XII, and that Article XIV shall become Article XIII."
- (8) "Resolved that Article X of the Articles of Incorporation shall be amended to read as follows:
- 'The rights and interests of all members of this corporation shall be equal and no members shall have or acquire a greater interest than any other member. This corporation shall not issue any capital stock, but shall issue membership certificates to each member thereof, which certificate cannot be assigned so that the transferee thereof can by such transfer become a member of the association, except by a resolution of the board of directors and under such regulations as the by-laws of this corporation may prescribe.'
- (9) "Resolved that Article XI be added to the Articles of Incorporation and shall read as follows:
- 'Qualifications for members: Membership shall be open to all public-minded citizens of Bingham, Power, Bear Lake, Bannock, Caribou, Franklin, and Oneida Counties, Idaho, regardless of race, color, creed or national origin.'
- (10) "Resolved that Article XII be added to the Articles of Incorporation and shall read as follows:
- 'These articles may be amended at a meeting of the members duly called upon notice of the specific purpose by the vote of the majority of the members of the corporation. Any amendment which might be adopted at a meeting of the members as provided herein may be adopted without such meeting being held if written consent to the amendment has been given by all members entitled to vote thereon as provided in this section.'
- (11) "Resolved that Article XIII be added to the Articles of Incorporation and shall read as follows:
- 'The by-laws of this corporation may be altered, amended, or new by-laws adopted at any regular meeting or at any special meeting of the Board of Directors, called for that purposes, by the affirmative vote of two-thirds of the members present at such meeting; provided, that a quorum as specified in the by-laws is present.'
- (12) "Resolved, further, that the officers of this corporation be, and they are hereby, authorized to take the necessary steps to make these amendments effective."

NEW DAY PRODUCTS, INC.


BY:


Roger Boe M.D., President

ATTEST:


Wilma Stringham, Secretary

SUBSCRIBED AND SWORN to before me by the said
President and Secretary this 28th day of July, 1977.


Notary Public for Idaho
Residing at Pocatello, Idaho