



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

IDAHO CONSUMER AFFAIRS, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the *2nd* day of *August* 19 *77*, original articles of amendment, as provided by Section *30-146-147 Idaho Code*
Amendment restating articles

and that the said articles of amendment contain the statement of facts required by law, and are *will be* recorded on ~~File~~ *microfilm* No. 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 *2nd* day of *August*, A. D., 19 *77*.

Secretary of State

1 CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION OF
2 IDAHO CONSUMER AFFAIRS, INC.

3 WHEREAS, There was heretofore issued by the Secretary of
4 State of the State of Idaho on or about May 3, 1973, a
5 Certificate of Incorporation constituting Idaho Consumer Affairs,
6 Inc., a non-profit corporation under the laws of the State
7 of Idaho; and

8 WHEREAS, said Articles of Incorporation were subsequently
9 amended three times; and

10 WHEREAS a meeting duly held in Boise, Idaho on July 26,
11 1977, said Articles were amended in their entirety.

12 NOW, THEREFORE, the undersigned, Allen R. Derr, the duly
13 elected, qualified and acting President of said corporation,
14 who acted as such at the meeting herein mentioned, and Viola
15 R. Pollard, the duly elected, qualified and acting Secretary
16 of said corporation, who acted as such at the meeting herein
17 mentioned, do hereby certify as follows:

18 I.

19 That a Notice of Intent to Amend Articles of Incorporation
20 was duly made in conformance with law.

21 II.

22 That as provided in said Notice, a meeting of said
23 corporation was held on the 26th day of July, 1977, at the
24 hour of 12:00 noon, at the Bishop Tuttle house, Boise, Ada
25 County, State of Idaho. That said meeting was called by the
26 President of the corporation, expressly, among other things,
27 for the purpose of considering the subject of amending said
28 Articles of Incorporation. That at such meeting a quorum was
29 present and all members present were polled and a unanimous
30 vote was cast in favor of such amendment; that, thereby the
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Articles of Incorporation of Idaho Consumer Affairs were amended as set forth in Exhibit A annexed hereto, made a part hereof, and filed herewith.


III.

That the said corporation and the undersigned have complied in all respects with the provisions of Idaho Code, Section 30-146 relating to the amendment of Articles of Incorporation.

IDAHO CONSUMER AFFAIRS, INC.


Allen R. Derr, President

ATTEST:


Viola R. Pollard, Secretary

STATE OF IDAHO)
 : ss.
County of Ada)

On this 26th day of July, 1976, before me the undersigned, a Notary Public in and for said State, personally appeared ALLEN R. DERR and VIOLA R. POLLARD, being the President and Secretary, respectively of Idaho Consumer Affairs, Inc., an Idaho Corporation, and acknowledged to me that they executed the foregoing instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residing at Boise, Idaho

AMENDED
ARTICLES OF INCORPORATION

OF

IDAHO CONSUMER AFFAIRS, INC.

KNOW ALL MEN BY THESE PRESENT, that we, the undersigned, each being a natural person of full age, and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a corporation not for profit under Section 30-117a Idaho Code, as amended, and under the laws of the State of Idaho in general and we do hereby certify, declare and adopt the following article of incorporation:

ARTICLE I.

The name of this corporation shall be IDAHO CONSUMER AFFAIRS, INC.

ARTICLE II.

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

ARTICLE III.

This corporation is organized for exclusively educational purposes, and notwithstanding any other provision of these articles shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE IV.

The objects and purposes of this corporation shall be as follows:

1. To make the consumer more aware of the practices in the marketplace and to provide him with tools necessary to buy wisely;
2. To provide the consumer with a voice before those agencies of government which regulate or affect those goods and services which he purchases;

1 3. To gather, to exchange and disseminate information of
2 value to the consumer;

3 4. To assist and work for the coordination of other organizations
4 and persons interested in the protection of the consumer;

5 5. To protect consumers;

6 6. To improve the general standard of living;

7 7. To help families spend the family income wisely through
8 buying advice, unbiased comparative test reports, informative labeling
9 of products;

10 8. To represent consumers before legislative bodies;

11 9. To provide advice on current legislation and other matters
12 affecting family welfare;

13 10. To speak for consumers before public, industrial and
14 commercial bodies;

15 11. To raise the hygienic conditions of production, improve
16 processing, packaging, transportation and marketing of food products.

17 12. To improve the quality of goods and services;

18 13. To work with standardizing bodies in developing methods
19 of testing for consumer goods;

20 14. To provide consumers with information about frauds,
21 rackets, false advertising, harmful products, unsafe machines.

22 15. To work in the interests of consumers; remain completely
23 independent, free from pressures of business, industry, advertising or
24 other commercial interests.

25 16. To work with other consumer organizations.

26 This corporation shall not engage in any form of trade or
27 commerce, or carry on any activity which will result in a remunerative
28 profit to the corporation or to its members. Any income or profits
29 received by this corporation shall be applied only to the non-profit
30 purposes and objectives of the corporation, and no part of the income
31 shall inure to the benefit of any officer or member thereof.

32 Subject to the foregoing limitations, and in accordance with

1 the objects hereinabove set forth, the further objects, purposes,
2 business and pursuits of this corporation shall be as follows:

3 To receive gifts and grants of money and property of every
4 kind and to administer the same for cultural, charitable, educational,
5 social welfare, and civic uses and improvement, and to do anything
6 necessary or proper for the accomplishment of these purposes.

7 To enter into, make and perform and carry out contracts of
8 every sort and kind with any person, firm, association or corporation,
9 municipality, body politic, country, territory, district, state and
10 government.

11 To purchase, subscribe for or otherwise acquire and own, hold,
12 use, sell, assign, transfer, mortgage pledge, exchange, or otherwise
13 dispose of real and personal property of every kind and description,
14 including but not limited to shares of stock, bonds, debentures, notes,
15 evidences of indebtedness, and other securities, contracts, or obligations
16 of any corporation or corporations, association or associations, domestic
17 or foreign and to pay therefor in whole or in part in cash or by exchanging
18 therefor stocks, bonds, or other evidences of indebtedness or securities
19 of this or any other corporation, and while the owner or holder of any
20 such real or personal property, stock, bonds, debentures, notes, evidences
21 of indebtedness or other securities, contract, or obligations, to receive,
22 collect and dispose of the interest, dividends and income arising from
23 such property, and to possess and exercise in respect thereto, all the
24 rights, powers and privileges of ownership, including all voting powers
25 on any stocks so owned.

26 To draw, make, accept, endorse, discount, execute and issue
27 promissory notes, bills of exchange, and other negotiable or transferable
28 instruments.

29 In the purchase or acquisition of property, business, rights
30 or franchises, or for additional working capital, or for any other object
31 in or about its business or affairs, and without limit as to amount, to
32 incur debts, and to raise, borrow, and secure the payment of money in

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2 any lawful manner, including the issue and sale or other disposition
3 of bonds, debentures, obligations, negotiable and transferrable instruments,
4 and evidences of indebtedness of all kinds, whether secured by mortgage,
5 pledge, deed of trust or otherwise.

6 To carry on any other activities which may seem to the
7 corporation capable of being conveniently carried on in connection with
8 its affairs or calculated directly or indirectly to enhance the value
9 of or render profitable any of the corporation's property or rights.

10 The said corporation may perform any part of its business
11 outside the State of Idaho, in the other states, in the District of
12 Columbia, territories or possessions, or dependencies of the United States.

13 To do each and all things set forth herein to the same extent
14 and as fully as natural persons might do or could do in the State of
15 Idaho, and in any other state, country or place.

16 The foregoing clauses shall be construed as objects, purposes
17 and powers; and it is hereby expressly provided that any enumeration of
18 specific powers shall not be held to limit or restrict in any manner
19 the powers of this corporation.

20 To do all and everything necessary, suitable, and proper for
21 the accomplishment of any of the purposes or the attainment of any of
22 the objects or the furtherance of any of the powers hereinbefore set
23 forth, either alone or in association with other corporations, firms,
24 or individuals, and to do every other act or acts, thing or things
25 incidental or appurtenant to or growing out of or connected with the
26 aforesaid objects or purposes or any part or parts thereof, provided
27 the same be not inconsistent with the laws under which this corporation
28 is organized.

29 ARTICLE V.

30 In furtherance, and not in limitation of the powers confirmed
31 by statute, the Board of Directors is expressly authorized:

32 To make and alter Bylaws of this corporation, and to authorize

1 and cause to be executed mortgages and liens upon the real and
2 personal property of this corporation.

3 This corporation may in its Bylaws confer powers upon its
4 directors in addition to the foregoing, and in addition to the powers
5 and authorities expressly conferred upon them by statute.

6 ARTICLE VI.

7 The corporation formed hereby shall have no capital stock and
8 shall be composed of members rather than shareholders. The voting
9 power, property rights and interests of each member are equal. New
10 members may be admitted and shall be entitled to vote and to share in
11 the property of the association with the old members.

12 No interest of any member in this corporation shall be assignable
13 or transferrable, and no membership in this association shall be considered
14 as having any monetary value.

15 Any member may be expelled from the corporation upon the
16 conditions, and for the reasons as may be specified in the Bylaws.

17 ARTICLE VII.

18 The private property of the members of this corporation shall
19 not be subject to the payment of corporate debts to any extent whatsoever,
20 regardless of how such debts are incurred.

21 ARTICLE VIII.

22 Upon the dissolution of the corporation, or in the event it
23 should cease to carry out its purposes herein set forth, no member,
24 director, officer, or individual shall be entitled to the remaining
25 assets, property or proceeds, and the balance of all property and assets
26 of the corporation from any source, after payment of all debts and
27 obligations of the corporation, shall be used or distributed to a
28 charitable corporation or other nonprofit organization which qualifies
29 for exemption under Section 501(c)(3) of the Internal Revenue Code as
30 may be selected by the board of directors of this corporation.

31 ARTICLE IX.

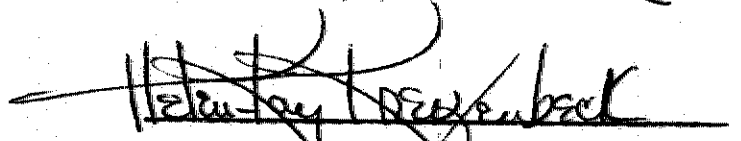
32 The location of the registered office of this corporation

1 shall be in Boise, County of Ada, State of Idaho, and the address
2 of the registered office of this corporation shall be Suite 209,
3 817 West Franklin Street, Boise, Idaho 83702.

4 WE, THE UNDERSIGNED, being each one of the original incorporators
5 for the purposes of forming a corporation not for profit to do business
6 both within and without the State of Idaho, and in pursuance of the
7 laws of the State of Idaho, do make and file these Articles of Incorporation
8 hereby declaring and certifying that the facts herein stated are true,
9 and we respectively agree to become members of such corporation, and
10 accordingly have hereunto set our hands and seals this 26th
11 day of July, 1977.

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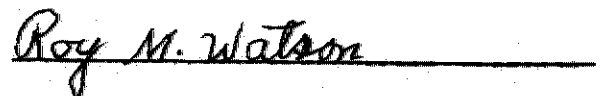
13 Viola R. Pollard

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15 Helen Kay Kreisbeck

16 

17 Herb Carlson


18 

19 Roy M. Watson

20 STATE OF IDAHO)
21) ss.
22 County of Ada)

23 On this 26th day of July, 1977, before me, the undersigned,
24 a Notary Public in and for said State, personally appeared Allen Gierre,
25 Viola R. Pollard, Helen Kay Kreisbeck, Herb
26 Carlson, and Roy M. Watson;
27 known to me to be the persons whose names are subscribed to the within
28 instrument, and acknowledged to me that they executed the same.

29 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
30 my official seal, the day and year in this certificate first above written.

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32 Notary Public for Idaho,
Residing in Boise, Idaho