

FILED EFFECTIVE

2004 MAY 10 P 4:59

ARTICLES OF AMENDMENT
(Non-profit)SECRETARY OF STATE
STATE OF IDAHO

COEUR D'ALENE PARKS AND RECREATION FOUNDATION, INC.

To the Secretary of State of the State of Idaho Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned non-profit corporation amends its articles of incorporation as follows:

1. The name of the corporation is: Coeur d'Alene Parks and Recreation Foundation, Inc.

2. AMENDMENTS:

- Article I of the Articles of Incorporation is hereby amended to read as follows:
"The name of the corporation is Coeur d'Alene Parks Foundation, Inc."

- Article II of the Articles of Incorporation is hereby amended to read as follows:

This Corporation is not organized for profit and no part of gains or earnings shall inure to its members. This Corporation is intended to be a tax exempt non-profit corporation as defined in section 501(c)(3) of the United States Internal Revenue Code as now in existence or as hereafter amended. The specific primary purposes for which it is formed is obtained property and funds for developing, preserving, expanding and maintaining of open space and parks for the greater Coeur d'Alene area including the northern portion of Kootenai County.

In furtherance of said purposes, and subject to the approval of directors as required by law, this Corporation shall have power to:

2.1 Perform all of the duties and obligations of the Corporation as set forth in the Bylaws and allowed for the acquisition of parks and open space for the aesthetic and recreational use for the present and the future residents of greater Coeur d'Alene area including the northern portion of Kootenai County.

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2.2 Pay all expenses and obligations incurred by the Corporation in the conduct of its business, including, without limitation, all licenses, taxes or governmental charges levied or imposed against the Corporation's property.

2.3 Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, exchange, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation.

2.4 Make contracts and incur liabilities, borrow money and mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

2.5 Dedicate, sell, transfer or grant easements over all or part of any of the Corporation's property to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members.

2.6 Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional property to the property managed by the Corporation.

2.7 Litigate, mediate, arbitrate any and/or all corporate rights and obligations specified in law and/or by the Articles and Bylaws of the Corporation.

2.8 Accept donations of money, property, whether real or personal, or any other things of value.

2.9 Exercise any and all powers allowed by Idaho which the Directors may deem necessary and proper to carry out the foregoing purposes. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the laws of the state of Idaho.

3. The date of adoption of the amendments was April 7, 2004.

4. Manner of adoption:

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. (Please fill spaces below)

- a. The number of directors entitled to vote was: Seven (7)
- b. The number of directors that voted for each amendment was: Seven (7)
- c. The number of directors that voted against each amendment was: Zero (0)

Dated this 9th day of May 2004.

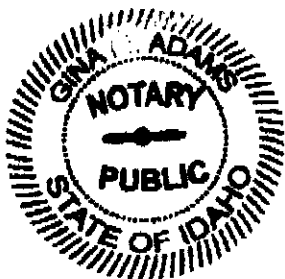
COEUR D'ALENE PARKS FOUNDATION, INC.

By: [Signature]
Steven C. Wetzel, President

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 9th day of May 2004, before me, the undersigned, a Notary in and for the State of Idaho, personally appeared STEVEN C. WETZEL, known or identified to me to be the PRESIDENT of COEUR D'ALENE PARKS AND RECREATION FOUNDATION, INC., an Idaho corporation, that executed the instrument on behalf of said corporation and acknowledged to me that such corporation executed the same.

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



[Signature]
Notary for the State of Idaho
My Commission Expires: 4-8-09

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