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# State of Idaho

## Department of State

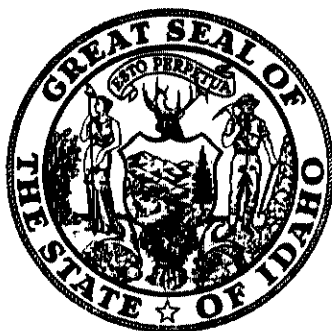
### CERTIFICATE OF AMENDMENT OF

#### IDAHO-WASHINGTON RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL, INCORPORATED

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 IDAHO-WASHINGTON RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL, INCORPORATED, changing the corporate name to PANHANDLE LAKES RESOURCE CONSERVATION AND DEVELOPMENT COUNCIL, INCORPORATED, duly signed and verified 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: May 13, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Shelby L. Clark*

IDAHO-WASHINGTON RESOURCE CONSERVATION AND  
DEVELOPMENT COUNCIL, INCORPORATED

SEC. OF STATE

Ray Delay, Chairman of the Idaho-Washington Resource Conservation and Development Council, Incorporated of said corporation, which corporation is duly organized and existing under the laws of the State of Idaho, do hereby certify as follows.

That on the 25th day of March, 1993, a Resolution was adopted by a majority vote of members present at a meeting of Council sponsors at the hour of 11 a.m., setting forth the following amendments to the articles of incorporation.

ARTICLES OF AMENDMENT

ARTICLE I - NAME

The name of the corporation is Panhandle Lakes Resource Conservation and Development Council, Incorporated.

ARTICLE II - TYPE OF CORPORATION

Panhandle Lakes Resource Conservation and Development Council, Incorporated is a non-profit corporation.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of promoting the education, planning, development and implementation of programs which will improve and enhance the social, economic and environmental conditions within the corporation's geographical boundaries of Benewah, Kootenai, Shoshone, Boundary and Bonner counties in Idaho.

ARTICLE VI - SURPLUS FUNDS AND DISSOLUTION

The corporation is not organized for monetary profit and shall have no power to declare dividends. No part of any income shall accrue to the benefit of any member, or any private persons except that the corporation is authorized and empowered to pay reasonable compensation for services rendered.

IDAHO SECRETARY OF STATE  
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ARTICLE VIII - REGISTERED OFFICE AND AGENT

The address of the initial registered office shall be:

Panhandle Lakes RC&D Council, Incorporated  
1620-B Northwest Blvd.  
Coeur d'Alene, ID 83814

The initial registered agent shall be Ray Delay.

ARTICLE IX - INCORPORATORS

Ray Delay  
Rt. 1 Box 37  
Athol, ID 83801

George Mills  
318 Highland Dr.  
St. Maries, ID 83861

Luke Best  
N. 1494 Fairmont Loop  
Coeur d'Alene, ID 83814

Don Heikkila  
Rt. 1 Box 29  
Harrison, ID 83833

IN WITNESS WHEREOF, RAY DELAY, Chairman, and LUKE BEST, of Coporation and Officers presiding at the aforesaid executive meeting have hereunto set their hands and seals in duplicate this 6th day of May, 1993.

Ray Delay  
Chairman

Luke J Best  
Secretary

STATE OF IDAHO )  
COUNTY OF KOOTENAI )

I, the undersigned, a Notary Public, do hereby certify that on this 6th day of May, 1993, personally appeared before me Ray Delay who being by me first duly sworn, declared that he is the chairman of the Panhandle Lakes Resource Conservation and Development Council, Incorporated, that he signed the foregoing document as Chairman of the Council, and that the statements therein contained are true.

Barbara Anhold  
Notary Public for Idaho  
Residing at Coeur d'Alene, Idaho  
My commission expires 07-30-98

(NOTARY SEAL)