



## Department of State.

### CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, ARNOLD WILLIAMS, 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 HUMANE SOCIETY, INCORPORATED

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **first** day of **September**, 19**70**, original articles of amendment, as provided by Sections 30-146 and 30-147, Idaho Code, amending articles of incorporation.

and that the said articles of amendment contain the statement of facts required by law, and are to 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 **first** day of **September**, A. D., 19**70**.

Secretary of State

AMENDED AND SUBSTITUTED ARTICLES OF INCORPORATION  
OF  
THE IDAHO HUMANE SOCIETY, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned officers of The Idaho Humane Society, Incorporated, a non-profit corporation organized pursuant to the provisions of Title 30, Chapter 10, Idaho Code, do hereby certify that at a regular meeting of the members and directors of said corporation, held August 10, 1970, pursuant to notice, at which meeting more than two-thirds of the members were present, the following amended and substituted Articles of Incorporation by resolution unanimously carried, were adopted; and the President and Secretary of the corporation were duly authorized and directed to sign, acknowledge, and record and do all things required by law to carry into effect the following Amended and Substituted Articles of Incorporation.

AND WE DO HEREBY CERTIFY:

ARTICLE I.

The name of this non-profit corporation is:

THE IDAHO HUMANE SOCIETY, INCORPORATED.

ARTICLE II.

This corporation is not formed for profit to any of its members or to itself, and is formed to provide a means for the prevention of cruelty to animals, the sponsoring and enforcement of laws pertaining to cruelty to animals, the care of unwanted or abandoned animals, and in all ways to appeal to the finer instincts and nobler sentiments of both young and old on behalf of kind treatment of all living creatures; and to that end the Corporation shall have the following powers:

1. To develop, establish and maintain animal shelters in the City of Boise and elsewhere throughout the State of Idaho to provide a place for the care of unwanted, abandoned, quarantined animals, or animals otherwise in need of safe-keeping, and to develop educational programs and programs leading to the encouragement of legislation and law enforcement relating to the general welfare of animals throughout the State of Idaho.

2. To establish funds for the maintenance and management of all monies or properties both real and personal, tangible and intangible which may be delivered to the corporation, and to manage such funds to the best interests of and for the purposes of the corporation, and in consistence with, insofar as is possible, the purposes for which such monies and/or properties were delivered to the corporation.

3. To receive gifts, donations, grants of money or property directly or in trust, or otherwise, from any foundation, citizen, municipality, state, United States or foreign government delivered to said corporation for any purpose general or incidental to the purposes for which this corporation is formed.

4. To enter into such contracts and to incur such obligations as are consistent with the objects and purposes of this corporation; but the private property of the officers, directors and members of the corporation shall be exempt from the debts of the corporation, and no officer, director or member shall be individually or collectively liable or responsible for any debts or liabilities of the corporation.

5. To purchase, lease, or otherwise acquire real or personal property of any kind, tangible or intangible and to sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights, and generally do anything or perform any act which shall be necessary and proper to the best interests of said corporation in accomplishing any of the objects and purposes herein set forth.

6. To borrow money, to issue bonds, debentures, notes and other obligations of this corporation from time to time for any of the objects or purposes of this corporation, and to mortgage, pledge, hypothecate or convey in trust or otherwise any or all of the property of the corporation to secure the payment thereof.

7. To invest on behalf of itself or others, any money or property of the corporation and such additional funds as it may obtain, or any interest therein, in any manner; to vary the investments of the corporation, and generally to sell, exchange or otherwise dispose of, deal with, and turn to account, any of the assets of the corporation.

8. To endorse, guarantee, and secure the payment and satisfaction of loans, bonds, debentures, obligations, and evidences of indebtedness; to guarantee and assure the payment or satisfaction of interest on obligations; to assume the whole or any part of the liabilities, existing or prospective, of any person, corporation, firm or association.

9. To do any and all such other acts, things, business or businesses in any manner connected with or necessary, incidental, convenient or auxiliary to any of the objects hereinbefore enumerated or calculated, directly or indirectly, to promote the purposes of the corporation, and in carrying on its purposes or for the purpose of attaining or furthering any of its purposes, to do any and all acts and things, and to exercise any and all other powers which a natural person could do or exercise and which now or hereafter may be authorized by law, and in any geographical location.

### ARTICLE III.

The duration of this corporation shall be unlimited and perpetual.

### ARTICLE IV.

The principal place of business and principal office of the corporation shall be the Idaho Humane Society Shelter, ~~Gowen~~ Field, Boise, Idaho, or elsewhere within the State of Idaho as may be directed by the Board of Directors.

### ARTICLE V.

Any person shall be eligible for membership in this corporation who subscribes to the objects and purposes hereof and such person shall be selected for membership in the manner provided by the Bylaws, which members may be unlimited in number. There shall be but one class of membership, each member holding equal rights with all other members.

### ARTICLE VI.

The affairs of this corporation shall be conducted by a Board of Directors of at least three in number, with the exact number, manner of selection and qualifications as determined by the Bylaws. Directors of this corporation may, but need not be, members of the corporation, as may be determined by the Bylaws.

## ARTICLE VII.

This corporation is not organized for pecuniary profit and shall not issue capital stock; the corporation shall issue membership certificates to each of the members, which certificates shall be non-transferable or assignable except by resolution of the Board of Directors and under such regulations as the Bylaws of this corporation may prescribe. All of the properties and assets of this corporation shall be and are irrevocably dedicated to the purposes for which this corporation is formed and no part of the monies, properties or assets of this corporation, upon dissolution or otherwise, shall enure to the benefit of any member of this corporation or to any private person or individual. In the event of dissolution or liquidation of this corporation all properties and assets remaining after providing for debts and obligations shall be paid over to one or more entities then existing which are solely devoted to carrying out the objects and purposes for which this corporation is formed, and to no other person or entity.

## ARTICLE VIII.

The members of this corporation, at their annual meeting or at a special meeting called for such purpose, or the Board of Directors of this corporation, shall have the power by majority vote to repeal or amend the Bylaws of this corporation, or to adopt new Bylaws of this corporation, provided that such Bylaws as are amended or adopted by the members of the corporation may not then be altered or amended by the Board of Directors.

IN WITNESS WHEREOF, we have hereunto set our hands and affixed the corporate seal this 10th day of August, 1970.

Mrs. Ann Harmon (Carl)  
President

ATTEST:

Mrs. LaBelle R. Belknap  
Secretary

1 ss.

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Mrs. Ann Harmon

and Mrs. LaBelle K. Belknap,

That on the 10th day of August, 1970, at 8:30 o'clock, P. M.

Mrs. Linn Harmon (Earl)

Mr La Belle K. Belknap

SUBSCRIBED AND SWORN TO before me this 10th day of

W. L. Cole  
Notary Public for Idaho

Notary Public for Idaho

Residence: Boise, Idaho