

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

EIMERS PARK, INC.

File Number C 110607

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 EIMERS PARK, INC., duly signed 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: July 31, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Lucy J. Clark*

JUL 21 9 07 AM '95

SECRETARY OF STATE
STATE OF IDAHO

AMENDED ARTICLES OF INCORPORATION

JUL 21 9 05 AM '95 OF
SECRETARY OF STATE
STATE OF IDAHO

EIMERS PARK, INC.

KNOW ALL MEN BY THESE PRESENTS:

These Amended Articles of Incorporation have been duly authorized, approved and ratified by resolution of a special meeting of the members of the aforesaid corporation, duly held, at which time said amended articles were considered, approved and ratified as follows, to wit:

That we, the undersigned, duly elected and authorized officers of the corporation, known as Eimers Park, Inc., certify that at a special meeting of the members the following amended articles were duly approved and ratified by a vote of the members, pursuant to amending Article II (6) Section 30-127 of the Idaho Code.

ARTICLE I.

That the name of the corporation shall be EIMERS PARK, INC.

ARTICLE II.

The objectives of this corporation are:

1. To provide for improvement and maintenance of Eimers Park and provide for tax deductible donations for the park.
2. To render constructive civic service for the promotion of the welfare of the community and of the citizens of Grangeville, Idaho, and Idaho County; to inculcate civic consciousness by means of active participation in constructive projects, including Eimers Park, which will improve the community, state and nation.
3. To engage in any and all activities not

IDAHO SECRETARY OF STATE

7/21/95 9:00:00 AM

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CORPORATION NON PROFIT AMENDMENT

1 @ 20.00 = 20.00

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7/31/95 9:00:00 AM

Customer # 46587

IVC#0005497 16384

CORPORATION NON PROFIT AMENDMENT

1 @ 10.00 = 10.00

prohibited by law which shall promote and foster better citizenship in the community and which shall promote and foster educational, recreational, physical and social activities of the community; to promote and foster mutual understanding and goodwill among all persons, to engage in such activities as shall raise the standards of civic morality and community welfare through educational, recreational and social facilities, and to disseminate such knowledge as shall be useful for all citizens in their work and home life and so shall make them more proficient in their activities as citizens and residents of this city, county and state.

4. To aid in the promotion of Chambers of Commerce and other similar civic organizations of the community; to cooperate with the officials of political subdivisions of the state and federal agencies, and all municipal organizations, in the formation of plans and specifications for projects such as Eimers Park and aid in the attainment of said purposes and objectives.

5. To receive, acquire, hold, purchase, dispose of, convey, mortgage and/or lease, real and personal property; to dispose of, sell, lease, assign, transfer, mortgage and/or convey any rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation; and to acquire, purchase, guaranty, hold, mortgage, own vote, sell, pledge and/or otherwise dispose of and deal in shares, bonds, securities and debentures and other evidence of indebtedness or other corporations, domestic or foreign.

6. This organization is orgnaized exclusively for charitable

1 purposes within the meaning of section 501(c)(3) of the Internal
2 Revenue Code.

3 Notwithstanding any other provision of these articles, the
4 corporation shall not carry on any other activities not permitted
5 to be carried on (a) by a corporation exempt from Federal income
6 tax under section 501(c)(3) of the Internal Revenue Code of 1986
7 (or the corresponding provision of any future United States
8 Internal Revenue law) or (b) by a corporation contributions to
9 which are deductible under section 170(c)(2) of the Internal
10 Revenue Code of 1986 (or corresponding provision of any future
11 United States Internal Revenue law).

12 Upon the dissolution of this corporation, assets shall be
13 distributed for one or more exempt purposes within the meaning ^{of} ~~the~~
14 section 501(c)(3) of the Internal Revenue Code (or corresponding
15 section of any future tax code), or shall be distributed to the
16 federal government, or to a state or local government, for a public
17 purpose. Any such assets not so disposed of shall be disposed by
18 the Court of Common Pleas of the county in which the principal
19 office of the corporation is then located, exclusively for such
20 purposes or to such organization or organizations, as said Court
21 shall determine, which are organized and operated exclusively for
22 such purposes.

23 **ARTICLE III.**

24 The duration of this corporation shall be perpetual.

25 **ARTICLE IV.**

26 That the principal place of business of this corporation shall
27 be at 1102 South B, Grangeville, Idaho 83530.
28

ARTICLE V.

That the fiscal year of this corporation shall be from the date of its inception to the conclusion of that year and thereafter annually from January 1 to December 31.

ARTICLE VI.

Membership, qualifications and payment of dues, if any, shall be determined by, and in the discretion of the said Board of Directors of this Corporation, subject, however, to the provisions of these articles.

ARTICLE VII.

No member shall be liable for, nor shall any of their property be subject to, any debt or obligation of the corporation.

ARTICLE VIII.

The corporation shall have no capital stock, and the rights and interests of such members shall be equal with no one having the right to acquire greater interest of the others.

ARTICLE IX.

Upon dissolution of this corporation, after payment of all debts, obligations and liabilities of the corporation or the making of adequate provision therefore, the remaining property and assets shall be distributed back to the trust originally granting the money and the property for the development of this organization or, in the alternative, at the discretion of the Board of Directors, to be used for the benevolent purposes as set forth in these articles.

ARTICLE X.

That the directors of this corporation shall be such number of persons, not less than three (3), nor more than ten (10), as may

1 be, from time to time, prescribed by the by-laws, and until the
2 first meeting and organization of the corporation, the following
3 persons shall serve as directors of said corporation, to-wit:

4 President - Chairman:

5 Fred Noland
6 311 S. Florence
7 Grangeville, ID 83530

8 Vice-Chairman:

9 Lorraine Roach
10 204 North Meadow
11 Grangeville, ID 83530

12 Secretary/Treasurer:

13 D. J. Soltman
14 1102 South "B"
15 Grangeville, ID 83530

16 Such directors hereinbefore named shall hold office until the first
17 annual election of directors which shall be provided for in the By-
18 Laws of this corporation.

19 **ARTICLE XI.**

20 The street address of the initial registered office of this
21 corporation is 1102 South "B", Grangeville, Idaho. The name of the
22 initial registering agent who may be contacted at such address is
23 D. J. Soltman.

24 IN WITNESS WHEREOF, we have hereunto set our hands and seals

25 this 18th day of July, 1995.


26 
27 FRED NOLAND, PRESIDENT

28 
D.J. SOLTMAN, SECRETARY

1
2 STATE OF IDAHO)
3) ss.
4 County of IDAHO)

5 On this 15th day of July, 1995, before me, the undersigned, a
6 Notary Public in and for the State of Idaho, personally appeared
7 FRED NOLAND and D.J. SOLTMAN, known to me to be the persons whose
8 names are subscribed to the within and foregoing instrument, and
9 acknowledged to me that they executed the same.

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

12 
13 Notary Public in and for the
14 State of Idaho; Residing at
15 Grangeville, therein.
16 My commission expires: 7-1-99


17 STATE OF IDAHO)
18) ss.
19 County of IDAHO)

20 D.J. Soltman does hereby certify that he is the duly elected
21 and authorized secretary of the above named Corporation, Eimers
22 Park, Inc., and that there are no members of the said corporation
23 at the present time except the board of directors and the officers,
24 and that a meeting was duly held of the board of directors,
25 pursuant to Section 30-327 of the Idaho Code at which all members
26 were present, and the above Articles of Amendment were duly
27 considered and adopted by a unanimous vote of the said board of
28 directors and the proper officers were ordered and directed to sign

1 the said amendments and take the proper procedures to file them
2 with the Secretary of State, State of Idaho.

3
4 
D.J. SOLTMAN

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

7 
8 Notary Public in and for the
9 State of Idaho; Residing at
10 Grangeville, therein.
11 My commission expires: 7-1-99

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DEE, MACGREGOR, FALES AND MACGREGOR

ATTORNEYS AT LAW

GRANGEVILLE, IDAHO 83530