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State of Idaho

Department of State

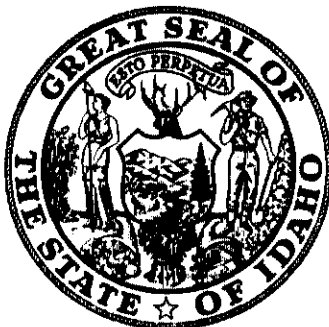
CERTIFICATE OF AMENDMENT OF

CHILDREN'S CULTURAL ACCESS, INC.

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 CHILDREN'S CULTURAL ACCESS, INC. 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: September 8, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Greg J. Clark*

RESTATED
ARTICLES OF INCORPORATION
OF
CHILDREN'S CULTURAL ACCESS, INC. RECEIVED
SEC. OF STATE

Adopted by a unanimous vote of the Board of Directors on the 18th day of September, 1993. 1993 SEP 8 PM 8 26

There having been no distribution and/or sale of stock in the corporation, and no stockholders, adoption by such parties is not necessary.

These restated Articles shall supercede the original Articles of Incorporation and any and all previous amendments to them.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being natural persons of full age and citizens of the United States, in order to form a NON MEMBERSHIP corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho, and the Acts amendatory thereof and supplemental thereto, do hereby certify as follows:

FIRST

The name of the corporation shall be CHILDREN'S CULTURAL ACCESS, INC., a nonprofit corporation.

SECOND - AMENDED

The purposes and objects for which the corporation is formed are:

- (a) To distribute complimentary i.e. free tickets to financially needy children and families in Ada and Canyon counties, for professionally produced and presented cultural and entertainment events, for which admission is usually charged, and which such families cannot afford.
- (b) To raise funds for the tickets herein described, through donation solicitation of area businesses, charitable trusts, foundations, community service organizations, individuals and the like.
- (c) To use all funds collected for the purposes described in (a) above, except for necessary office and administrative expenses incurred in the carrying out of its charge as described in (a) and (b) above. Such expenses shall not exceed ten percent (10%) of all monies raised.
- (d) To make, perform and carry out contracts that will allow the corporation to carry out its stated purposes enumerated in (a) and (b) above.
- (e) To have one or more offices to carry on all or any part of its operations and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objectives herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation, and which now or hereafter may be authorized by law, and this to the same

extent and as fully as natural persons might or could do as. principals. agents. contractors. trustee. or otherwise. and either alone or in connection with any person. firm. associations or corporation

(f) To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon corporations formed under the general corporation laws of said state. or under any Act amendatory thereof or supplemental thereto or substituted therefor.

(g) This organization is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

1. Notwithstanding any other provision of these articles. the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a Corporation contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).
2. Upon the dissolution of this Corporation. assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future tax code). or shall be distributed to the federal government. or to a state or local government. for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located. exclusively for such purposes or to such organization or organizations. as said Court shall determine. which are organized and operated exclusively for such purposes.

The foregoing clauses are to be construed both as objects and powers; and it is hereby expressly provided that enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation; provided. however. that nothing contained herein shall be deemed to authorize or permit the corporation to carry on any business or to exercise any power or to do any act which a corporation formed under the Act hereinbefore referred to. or any amendment thereof or supplement thereto. or substitute therefor. may not at the time lawfully carry on or do. It is the intention that the purposes. objects and powers specified in each of the subparagraphs. inclusive. or paragraph Second of these Articles of Incorporation shall. except as otherwise expressly provided. in no way be limited or restricted by reference to. or inference from. the terms of any other subparagraph. clause or paragraph of these Articles of Incorporation.

THIRD

The corporation is to have perpetual existence. until or unless. by a vote of the Board of Directors at a duly authorized and duly scheduled meeting of such Board. said corporation is dissolved.

FOURTH

The name and location of the registered agent and office of the corporation is:

David A. Archibald-Selffer. President
Children's Cultural Access. Inc.
2238 Tawny Woods Place
Boise. ID 83706

Mailing Address: 967 E. ParkCenter Blvd. #141
Boise. ID 83706

FIFTH

This Article shall be deleted.

SIXTH

This Article shall be deleted.

SEVENTH

This Article shall be deleted.

EIGHTH

The number of directors of the corporation shall be specified in the bylaws and such number may from time to time be increased or decreased in such manner as may be prescribed in the bylaws and in accordance with Section 30-3-65 of the Idaho Code provided that the first Board of Directors shall be four (4) in number. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director. In case of any increase in the number of directors, the additional directors may be elected by a majority of the remaining directors though less than the quorum of the Board of Directors. The directors so elected shall hold office until the next annual meeting or at any special meeting duly called for that purpose and until their successors are elected and qualified.

NINTH - AMENDED

The names and addresses of the members of the first Board of Directors of the Corporation are:

1. Kristen Maler	10244 Countryman	Boise. ID 83709
2. Nancy Stillings	1704 Hervey	Boise. ID 83705
3. Cathy Archibald-Selffer	2238 Tawny Woods	Boise. ID 83706
4. David Archibald-Selffer	2238 Tawny Woods	Boise. ID 83706

Such persons shall hold office until the first annual meeting and/or until successors have been elected and qualified.

TENTH

This Article shall be deleted.

ELEVENTH

This Article shall be deleted.

TWELFTH

This Article shall be deleted.

THIRTEENTH

No officer or Board member of the corporation shall receive remuneration in cash or services for work performed in behalf of the corporation. The corporation shall not hire or pay any person to perform any work for the corporation associated with its fundraising or fund distribution activities. All such labor shall be voluntary by the officers of the corporation, the Directors of the corporation or other individuals recruited or volunteering on a non-paid basis.

IN WITNESS WHEREOF WE have hereunto set our hands and seals this
SEVENTH day of SEPTEMBER, 19 93.

[Signature]

STATE OF IDAHO)
) ss.
County of Ada)

On this 7th day of September, 19 93
before me, the undersigned, a notary public in and for said state,
personally appeared David Archibald Seipter
known to me to be the person(s) whose name(s) is (are) subscribed
to the within and foregoing instrument, and acknowledged to me
that he/she/they executed the same, and that he/she/they are the
person(s) over the age of twenty-one years and citizens of the
United States of America.

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: Judy L. Hall]

Notary Public for Idaho
Residing at 449 Parkview Blvd. Boise ID 83706
3-199

