



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

IDAHO WILDLIFE FEDERATION, INC.

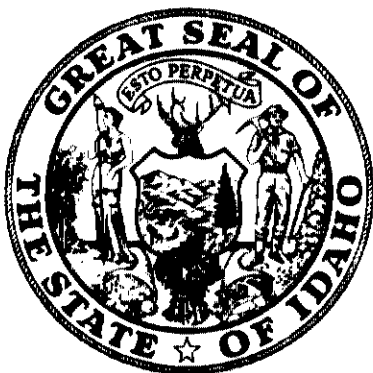
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

IDAHO WILDLIFE FEDERATION, 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 _____ April 2, _____, 19 ____ 82.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF THE
IDAHO WILDLIFE FEDERATION, INC.

Be it known, that we, the undersigned President and Secretary, respectively, of the Idaho Wildlife Federation, Inc., do hereby certify, in accordance with the provisions of Section 30-327, Idaho Code as follows, to wit:

I.

That a continuance of the regular Annual Meeting of the Idaho Wildlife Federation, Inc., was held in Pocatello, Idaho on the 5th day of December, 1981, pursuant to notice given as provided by law, at which meeting a quorum of members entitled to vote were represented.

II.

That at said meeting it was resolved and adopted by a majority vote of all members present to Amend the Articles of Incorporation of the Idaho Wildlife Federation, Inc., to wholly replace Articles I through IX inclusive, and Article XI, retaining Article X of the Articles of Incorporation of the Idaho Wildlife Federation, Inc., as amended August 7, 1968.

This said Amendment to be added to and be known as Articles I through IX of the Articles of Incorporation of the Idaho Wildlife Federation, Inc., as follows, to wit:

Article I

The name of the corporation shall be IDAHO WILDLIFE FEDERATION, INC. hereinafter referred to as IWF.

Article II

IWF shall be a non-profit corporation.

Article III

The period of IWF's duration shall be perpetual.

Article IV

The purposes for which the IWF is organized are:

- (1) to provide a forum for organizations and individuals interested in the wise use, conservation, restoration and scientific management of the wildlife and other natural resources of Idaho, the United States and the world.
- (2) to develop and exchange knowledge among organizations and individuals regarding the wise use, conservation, restoration and scientific management of the wildlife and other natural resources of Idaho, the United States and the world.
- (3) to educate people of the world through the dissemination of information on the wise use, conservation, restoration and scientific management of the wildlife and other natural resources of Idaho, the United States and the world.
- (4) to promote a fuller understanding and greater appreciation of wildlife and other natural resources by sportsmen and other outdoor recreationists through thoughtful, informed participation in all forms of lawful outdoor recreation.
- (5) to encourage protection and restoration of waters, wildlife, forest and field; safeguard public health and recreation by eliminating pollution; discourage unwise drainage of wetlands; seek wise land and water use in the broad public interest; nurture and improve wildlife stocks; restore and rehabilitate wildlife environment.
- (6) to seek more intensive public conservation educators, youth and adult, in recognizing resources conservation as vital to the American way of life; to emphasize the parallel between economic prosperity and the maintenance of an adequate resource backlog.
- (7) to seek an end to methods and activities destructive to natural resources and to institute methods seeking to replenish and renew a sound resources economy.
- (8) to cooperate with county, state, federal and private agencies of resources management, in improving and strengthening basic resources

and in husbanding them through wise utilization.

(9) to promote highest standards of sportsmanship and to strengthen citizen-sportsmen understanding.

(10) to develop and to seek improvement of a statewide long-range program to stimulate and encourage greater public interest in resources.

(11) to develop greater outdoor opportunity for all, as essential to character-building and to the physical and spiritual welfare of the people.

(12) to promote organizations of city, community, county and regional interests having like aims, giving them aid, counsel, and support in resolving problems of local, community or state import.

(13) to formulate sound policies concerning the wise use, conservation, restoration and scientific management of wildlife and other natural resources of Idaho, the United States and the world to articulate these policies in state and national forums, and to contribute to decisions affecting the wildlife and other natural resources of Idaho, the United States and the world.

(14) to develop, promote and support an educational program based upon scientific and legal study and analysis for the wise use, conservation, restoration and scientific management of the wildlife and other natural resources of Idaho, the United States and the world.

(15) to stimulate public interest in and appreciation of the importance of wildlife and other natural resources and the need for wisely using, conserving, restoring and scientifically managing wildlife and other natural resources.

(16) to do all acts deemed advisable in furtherance of the foregoing purposes.

Article V

The IWF shall have all powers that are or may be conferred upon corporations formed under the Idaho Nonprofit Corporation Act or

Idaho Business Corporation Act. In addition to being a nonprofit corporation, the IWF shall not pursue any purposes or carry on any activities not permitted to be pursued or carried on under the Idaho Nonprofit Corporation Act or by a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or the corresponding provisions of any future Idaho law or United States Internal Revenue law. No part of the net earnings of the IWF may inure to the benefit of any individual in any way that is contrary to the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or the Idaho Nonprofit Corporation Act or the corresponding provisions of any future Code or Act. No substantial part of the activities of the IWF shall consist of the carrying on of propaganda or otherwise attempting to influence legislation unless it shall have elected to come under the provisions of 501(h) of the Internal Revenue Code of 1954, as amended, or the corresponding provisions of any future U.S. Internal Revenue law in which case its lobbying activities will be restricted to the amount permitted organizations elected to come under that provision. Finally, the IWF shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

Article VI

(1) The IWF shall have members. The designation of a class or classes, the manner of election or appointment, and the qualifications and rights of the members of each class shall be as set forth in the Bylaws.

(2) Assessments may be levied upon all members or classes of membership alike, in different amounts or proportions or upon whatever basis and in whatever amount as may be fixed from time to time by the Board of Directors. Assessments may be payable at such times or intervals, and upon such notice and by such methods as the Board of Directors may prescribe.

Article VII

(1) The affairs of IWF shall be managed by a Board of Directors selected in accordance with the Bylaws.

(2) The Board of Directors shall be elected annually as and when provided for in the Bylaws.

Article VIII

Upon the dissolution of the IWF, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Federation, dispose of all of the assets of the Federation exclusively for the purposes of the Federation, to such organization or organizations organized and operating exclusively for charitable or educational purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IX

The Articles may be amended by the adoption by a majority of the votes cast by members, in person or by proxy, and affiliate club voting delegates of a resolution previously adopted by the Board of Directors setting forth the proposed amendment and directing it to be submitted to a vote at an Annual Meeting or a special meeting of the members and affiliate club voting delegates provided a printed or written notice setting forth the proposed amendment or summary changes to be affected thereby is given to each member to vote and each affiliate club entitled to send one or more voting delegates not less than twenty (20) nor more than fifty (50) days before the date of the Annual Meeting or special meeting personally or by mail.

IN WITNESS WHEREOF, We have executed the foregoing Articles of Amendment to the Articles of Incorporation of the Idaho Wildlife Federation, Inc., which said Amendment replaces Articles I through IX and Article XI of the Articles of Incorporation as amended August 7, 1968.

DATED this 5th day of December, 1988.


FRED PAGE
President

ATTEST:


LEE DALY
Secretary

STATE OF IDAHO)
) ss.
County of Latah)

FRED PAGE and LEE DALY, being first duly sworn upon their oath depose and say:

That they are respectively the President and Secretary of the Idaho Wildlife Federation, Inc., a non-profit corporation organized and existing under the laws of the State of Idaho, which said amendments to the Amended Articles of Incorporation hereto attached, are the identical persons who executed the foregoing Articles of Amendment to Articles of Incorporation of Idaho Wildlife Federation, Inc., which said amendment wholly replaces Articles I through IX inclusive and Article XI of the Articles of Incorporation of Idaho Wildlife Federation, Inc., as amended August 7, 1968, and that the

facts set forth in said Articles of Amendment hereto attached are true.

Fred Page
FRED PAGE
President

L.H. Daly
L.H. DALY
Secretary

SUBSCRIBED and SWORN to before me this 19th day of
February, 1982.

Viola C. Flick
Notary Public in and for the
State of Idaho, residing at
Coeur d'Alene, Idaho.