

# State of Idaho

## Department of State.

### CERTIFICATE OF AMENDMENT OF

PARKCENTER MERCHANTS ASSOCIATION, 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 \_\_\_\_\_

PARKCENTER MERCHANTS ASSOCIATION, 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 November 14, 19 90.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

AMENDMENT TO ARTICLES OF INCORPORATION

OF

PARKCENTER MERCHANTS ASSOCIATION, INC.

SECRETARY OF STATE  
MAY 2 20 PM '98

The Articles of Incorporation of Parkcenter Merchants Association, Inc., are hereby amended as follows:

1. By deleting paragraph 6 of the Articles of Incorporation, and replacing that paragraph with the following:

"6. Number of Directors. The number of directors constituting the Board of Directors is five and shall be composed of three classes of directors. The first class of directors shall be elected from the members at large. The second class of directors shall be appointed by the Bazaar, Inc. and by Elaine Crawford. The third class shall be appointed by the owners."

2. By deleting paragraph 14 of the Articles of Incorporation, and substituting therefor the following:

"14. Director's Successors. Successor directors of the first class shall be elected by majority vote of the members on an annual basis at the time of the annual meeting and selected from the members at large.

A successor to the directors of the first class must be a tenant of Parkcenter Mall and must also be a member having voting rights.

A successor to the director of the second class representing the Bazaar, Inc. shall be the person designated by the President of the Bazaar, Inc., except that if the Bazaar, Inc. is not a lessee of Parkcenter Mall, said successor director must be a tenant or a representative of the anchor tenant at Parkcenter Mall.

A successor to the director of the second class representing Elaine Crawford shall be designated by Elaine Crawford, except that if Elaine Crawford is not then a lessee of Parkcenter Mall, the successor director must be a tenant or a representative of a tenant at Parkcenter Mall.

The successor to the third class must be an owner and must be the person designated by the owners of Parkcenter Mall."

3. By deleting paragraph 16(c) regarding election of successor directors and by deleting paragraph 17 of said Articles of Incorporation.

4. A meeting of the members of Parkcenter Merchants Associations, Inc., was held, pursuant to notice, on September 24, 1990, and a quorum was present at that meeting. The amendments received a unanimous vote from members present at the meeting in person or by proxy were entitled to cast.

DATED This 30<sup>th</sup> day of OCT, 1990.

Attest:

PARKCENTER MERCHANTS ASSOCIATION,  
INC., an Idaho Corporation

By [Signature]  
Its Secretary

By [Signature]  
Its President

STATE OF IDAHO )  
County of Ada )

and says: CHARLES NEWHOUSE, being first duly sworn, deposes

HE is the president of Parkcenter Merchants Association, Inc., an Idaho corporation; that HE has read the within and foregoing Amendment to Articles of Incorporation, knows the contents thereof, and believes the same to be true to the best of HIS knowledge, information and belief.

SUBSCRIBED AND SWORN To before me this 30<sup>th</sup> day of OCTOBER, 1990.

[Signature]  
Notary Public for Idaho  
Residing at: Boise, Idaho