

98810

# State of Idaho

## Department of State

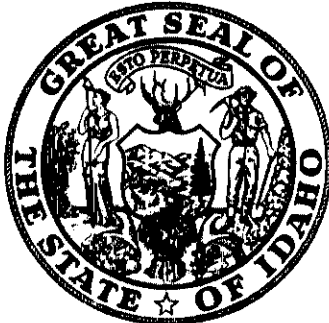
### CERTIFICATE OF AMENDMENT OF

#### RURAL RESOURCE AND DEVELOPMENT INCORPORATED

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 RURAL RESOURCE AND DEVELOPMENT INCORPORATED 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 23, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sally I Clark*

On Monday, June 28, 1993 the members of Rural Resource and Development Incorporated met in a meeting to amend the Articles of Incorporation. There are a total of three members and all voted in favor of the amendments listed below.

ARTICLES OF AMENDMENT  
OF  
RURAL RESOURCE AND DEVELOPMENT INCORPORATED

SECRETARY OF STATE  
JUN 29 10 15 AM '93

Articles I and II were not changed.

Article III was completely replaced with the verbiage in the Amended Articles.

Article IV was completely changed with the new verbiage in the Amended Articles. The new verbiage will satisfy the IRS code relating to the purposes and dissolution of the corporation to comply with the qualifications when applying for 501 (C) (3) tax exempt status.

Article V was completely replaced with the verbiage in the Amended Articles.

Article VI was completely replaced with the verbiage in the Amended Articles.

Article VII indicating the initial registered office and the registered agent for the corporation was Amended and renumbered as Article VIII. Article VII now states that the corporation is not a church.

Article VIII did not change in verbiage but was renumbered as Article IX in the Amended Articles.

Article IX was completely replaced as indicated above.

Articles X through XII are all new additions to this document.

Thus, the amendments to the Rural Resource and Development Incorporated Articles of Incorporation were approved on Monday, June 28, 1993.

DATED this 29<sup>th</sup> day of June, 1993.

[Signature]  
President

Michelle Lyman  
Secretary

STATE OF IDAHO )

COUNTY (OF BEAR LAKE) ) ss

I, [Signature], a notary public, do hereby certify that on this 29<sup>th</sup> day of June, 1993, personally appeared before me Michelle Lyman who, being by me first duly sworn, declared that he/she is the Secretary of Rural Resource and Development Incorporated. that he/ she signed the foregoing document as Secretary of the corporation, and that the statement therein are true.

[Signature]  
Residing at: Quind, Idaho

My Commission expires: 9-26-97

AMENDED & RESTATED  
ARTICLES OF INCORPORATION  
OF

RURAL RESOURCE AND DEVELOPMENT INCORPORATED

The undersigned, acting as incorporators of a non-profit corporation under the Idaho Non-Profit Corporation Act, adopts the following Articles of Incorporation for said corporation:

ARTICLE I

The name of the corporation is RURAL RESOURCE AND DEVELOPMENT INCORPORATED.

ARTICLE II

This corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

Section 1. Purposes. The purposes for which this corporation is formed are, in general, shall act in assisting to promote, sponsor and carry out educational, artistic, cultural, and economic development purposes for organizations and communities in Idaho and

Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

Section 4. Dissolution of Corporation. 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 federal 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 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.

#### ARTICLE V

The corporation to be organized upon a nonstock, certificate of membership basis. Such memberships shall be nonredeemable, nontransferable, and nondividend bearing. The affairs of the corporation shall be vested in and managed by the Board of Directors. The conditions and regulations of membership and the rights and other privileges of the classes of membership shall be

other Western States; and it may, but not in limitation of the foregoing, receive, hold, own, manage, use, purchase, mortgage and dispose of property of all kinds, real, personal, and intangible, whether held absolutely or in trust, or by way of agency or otherwise, for the benefit and support of the Rural Resources and Development and its purposes.

Section 2. Powers. This corporation shall have and exercise all rights, powers, privileges and immunities provided by the Idaho Non-Profit Corporation Act.

Section 3. Exempt Status. This corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the corporation is distributable to, or inures to the benefit of its directors or officers except to the extent permitted under the Idaho Non-Profit Corporation Act. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. This organization is organized exclusively for charitable and educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provision of these Articles of Incorporation, 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

determined and fixed by the bylaws. The private property of the members of this corporation shall be not liable for its corporate debts.

#### ARTICLE VI

No part of the income of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation or any private individual (except that the reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets in dissolution of the corporation.

#### ARTICLE VII

This corporation is not a church and the management of its affairs shall be vested in the Board of Directors.

#### ARTICLE VIII

The street address of its initial registered office (principal office) is: 648 Washington St., Montpelier, ID 83254, and the name of its initial registered agent at such address is: Noel C. Lyman.

## ARTICLE IX

The number of directors constituting the initial Board of Directors of the corporation is three (3). The names and post office addresses of the persons who shall serve as the initial directors until the first annual meeting or until the successors are elected and shall qualify are:

NOEL C. LYMAN, 468 Washington Street, Montpelier, ID 83254

MICHELLE R. LYMAN, 648 Washington Street, Montpelier, ID 83254

GARY H. TEUSCHER, General Delivery, Geneva, ID 83238

## ARTICLE X

The name and street address of the incorporator is:

NOEL C. LYMAN

648 WASHINGTON ST.

MONTPELIER, ID 83254

## ARTICLE XI

The power to make, alter, amend or appeal the bylaws of this corporation shall be vested in its Board of Directors, and the bylaws may contain any provision for the regulation and management of the affairs of this corporation not inconsistent with these Articles of Incorporation and the laws of the State of Idaho.



ARTICLE XII

The power to amend these Articles of Incorporation is expressly conferred upon the members.

DATED this 29<sup>th</sup> day of June, 1993.

[Signature]  
President

Michelle Lyman  
Secretary

VERIFICATION

STATE OF IDAHO

COUNTY OF BEAR LAKE )  
SS

I, [Signature], a notary public, do hereby certify that on this 29<sup>th</sup> day of June, 1993, personally appeared before me Michelle Lyman who, being by me first duly sworn, declared that he/she is the Secretary Rural Resource and Development Incorporated, that he/she signed the foregoing document as Secretary of the corporation, and that the statements therein are true.

[Signature]  
Residing at: Oriskany, Idaho  
My commission expires: 9-26-97