

State of Idaho

Department of State

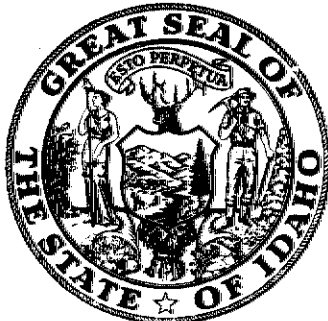
CERTIFICATE OF AMENDMENT OF

FREMONT HERITAGE TRUST, INC.
File Number C 113929

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 FREMONT HERITAGE TRUST, INC. duly executed pursuant to the provisions of the Idaho Business 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: December 30, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Herald*

AMENDMENTS TO ARTICLES OF INCORPORATION

of
FREMONT HERITAGE TRUST, INC.

On December 10th, 1996, a vote of our membership (comprised of board of directors and the executive director) resulted in unanimous adoption of the following amendments:

AMENDMENT ONE

The first paragraph of Article Two shall hereafter read:

"This corporation is organized exclusively for charitable purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code."

AMENDMENT TWO

The following shall be added to Article Two:

"Notwithstanding any other provisions 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 the corresponding provision of any future United States Internal Revenue Law).

AMENDMENT THREE

The following shall be added to Article Seven:

"However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this organization shall be distributed to a fund, foundation or organization which is organized and operated exclusively for the purposes specified in section 501 (c)(3) of the Internal Revenue Code."

DEC 30 2 15 PM
SECRETARY OF STATE
STATE OF IDAHO
DATE 12/31/96 0800 46800
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Executed by:  GENEVIEVE K. RAHASTO

Capacity: EXECUTIVE DIRECTOR Date: DEC. 26, 1996