



# ARTICLES OF AMENDMENT

## (Non-profit)

To the Secretary of State of the State of Idaho

Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned non-profit corporation amends its articles of incorporation as follows:

1. The name of the corporation is:

Teton Valley Bible Church, Inc.

If the corporation has been administratively dissolved and the corporate name is no longer available for use, the amendment(s) below must include a change of corporate name.

2. The text of each amendment is as follows:

See Attachment A

3. The date of adoption of the amendment(s) was: April 27, 2015

4. Manner of adoption (check one):

Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. (Please fill spaces below)

a. The number of directors entitled to vote was: 5

b. The number of directors that voted for each amendment was: 5

c. The number of directors that voted against each amendment was: 0

The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was, therefore adopted by the members. (Please fill spaces below)

a. The number of members entitled to vote was: \_\_\_\_\_

b. The number of members that voted for each amendment was: \_\_\_\_\_

c. The number of members that voted against each amendment was: \_\_\_\_\_

Dated: April 27, 2015

Signature: David J. Ferguson

Typed Name: David Ferguson

Capacity: Registered Agent

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SECRETARY OF STATE  
STATE OF IDAHO

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Revised 10/2003

Web Form

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IDaho SECRETARY OF STATE

05/07/2015 05:00

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**Attachment A**

**1) Remove Article III Purposes in its entirety and replace with:**

**1. General Purpose.** The corporation is organized to operate a church, which shall be exclusively for charitable, religious and educational purposes, including for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future Federal Tax Code; and to own, operate and maintain on a non-profit basis facilities for its operations; and to do any and all other acts of things necessary to carry out these purposes as may be allowed under the laws of the State of Idaho and the Internal Revenue Code, and any amendments thereto.

**2. Specific Purpose.** To establish a Bible based Christian church of worship for the proclamation of the Gospel of Christ to the saving of souls and the edification of believers.

**2) Remove Article V Non Permitted Activities in its entirety and replace with:**

Notwithstanding the provisions of Article IV hereinabove, nothing herein shall be construed to permit the Corporation to engage in any activity which would be inconsistent with its classification as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. Accordingly, no part of the affairs of the corporation shall be administered, directly or indirectly, in any manner whatsoever which might jeopardize the tax exempt status of the corporation. The Corporation shall not allow any expenditure of any part of the net earnings of the Corporation to inure to the benefit of any member, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), nor shall any member, director, or officer of the Corporation, or any private individual, be entitled to share in a distribution of the Corporation's assets on dissolution of the Corporation, nor shall a propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office.

**3) Revise Article VI Distribution Upon Dissolution as follows:**

Revise the Internal Revenue Code latest revision to the year "1986"

**4) Revise Article VIII Initial Registered Office and Agent as follows:**

Revise the name of the Registered Agent to "Dave Ferguson, 315 North 5 East, Driggs, Idaho 83422

**5) Remove Article IX Initial Board of Directors in its entirety and replace with:**

The number of directors constituting the Board of Directors shall be as set forth in the By-Laws, but shall not be less than three (3). The names of the March 15, 1999 Initial Board of Directors who held office until their successors were appointed:

Chad Anderson	314 East Grand View Drive, Driggs, ID 83422
Richard Cain	P.O. Box 232, Driggs, ID 83422
Bob Williams	P.O. Box 440, Driggs, ID 83422
Lance Eisele	P.O. Box 566, Driggs, ID 83422

The directors shall be elected or appointed as provided by the By-laws.

6) Revise Article X Incorporators by revising the names of the Incorporators as follows:

Josh Jacoby	4970 W 5750 S, Victor, ID 83455
Joe Hayhurst	818 Streamside, Driggs, ID 83422
Beau Jacoby	81 Wolverine Way, Teton, ID 83452
David Ferguson	315 North 5 East Driggs, ID 83422
James Otto	1096 Brook Trout Drive, Victor, ID 83455

7) Revise the Certificate of Designating Place of Business for the Service of Process within Idaho and Registered Agent Upon Whom Process may Be Served as follows:

Revise the designated Registered Agent to "Dave Ferguson"

RESTATED  
AMENDED ARTICLES OF INCORPORATION  
OF  
TETON VALLEY BIBLE CHURCH, INC.

The undersigned, being of legal age and competent to contract, for the purpose of continuing a non-profit corporation on a non-stock basis pursuant to the provisions of Title 30, Chapter 3, Idaho Statutes, do hereby adopt the following amended Articles of Incorporation, and do hereby agree and certify as follows:

ARTICLE I  
NAME

The name of this corporation is Teton Valley Bible Church, Incorporated.

ARTICLE II  
COMMENCEMENT OF CORPORATE EXISTENCE

This corporation is presently active under the name of Teton Valley Bible Church, Inc., and these amended Articles of Incorporation shall take effect on the date these articles are filed with the secretary of state and shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III  
PURPOSES

1. General Purpose. The corporation is organized to operate a church, which shall be exclusively for charitable, religious and educational purposes, including for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future Federal Tax Code; and to own, operate and maintain on a non-profit basis facilities for its operations; and to do any and all other acts of things necessary to carry out these

purposes as may be allowed under the laws of the State of Idaho and the Internal Revenue Code, and any amendments thereto.

2. **Specific Purpose.** To establish a Bible based Christian church of worship for the proclamation of the Gospel of Christ to the saving of souls and the edification of believers.

#### ARTICLE IV GENERAL POWERS

Except as may be restricted in Articles III and V herein, this Corporation shall have all of the powers enumerated for corporations in the Idaho Non Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, including, without limitation and only by illustration, the following:

- (a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced, provided; however, such seal shall always contain the words "corporation not for profit".
- (b) To purchase, take, receive, lease, take by gift, devise or bequest or otherwise acquire, own hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (c) To sell, convey, mortgage, pledge, create security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (d) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit associations, partnerships or individuals, or direct or

**indirect obligations of the United States, or of any other government, state, territory, governmental district, or municipality, or of any instrumentality thereof.**

- (f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as its Board of Directors may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.**
- (g) To enter into, make, receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purpose.**
- (h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Idaho Non Profit Corporations Act or by other applicable law within or without the State of Idaho.**
- (i) To elect or appoint officers and agents and defend their duties and allow them reasonable compensation.**
- (j) To make and alter by laws, not inconsistent with its Amended Articles of Incorporation or with the laws of the State of Idaho, for the administration and regulations of its affairs.**
- (k) To promote, by all proper and legitimate agencies and means, education and educational institutions generally, and all charitable, religious, scientific and education movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific, educations purposes or other similar purposes.**
- (l) To dedicate to the public or to any governmental entity or other entity whatsoever for any public or other purpose any of its real or personal property or any interest therein.**

- (m) To transact any lawful business which its Board of Directors shall find will be in aid of church policy.
- (n) To have and exercise all powers necessary or convenient to effect its general purpose.

## ARTICLE V NON PERMITTED ACTIVITIES

Notwithstanding the provisions of Article IV hereinabove, nothing herein shall be construed to permit the Corporation to engage in any activity which would be inconsistent with its classification as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time. Accordingly, no part of the affairs of the corporation shall be administered, directly or indirectly, in any manner whatsoever which might jeopardize the tax exempt status of the corporation. The Corporation shall not allow any expenditure of any part of the net earnings of the Corporation to inure to the benefit of any member, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), nor shall any member, director, or officer of the Corporation, or any private individual, be entitled to share in a distribution of the Corporation's assets on dissolution of the Corporation, nor shall a propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including the publication and distribution of statements) in the political campaign on behalf of any candidate for public office.

ARTICLE VI  
DISTRIBUTION UPON DISSOLUTION

Upon the liquidation, dissolution, or the winding up of the affairs of the Corporation, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or education organizations which are qualified under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time, or any equivalent section of the Internal Revenue Code in effect at any time.

ARTICLE VII  
SHAREHOLDERS

This nonprofit Corporation shall not have shareholders.

ARTICLE VIII  
INITIAL REGISTERED OFFICE AND AGENT

The registered office of the Corporation shall be located at 265 North 2<sup>nd</sup> East, Driggs, Idaho 83422, and the new registered agent of the Corporation and his address shall be Dave Ferguson, 315 North 5 East, Driggs, Idaho 83422. The Corporation may change its registered agent or the location of its registered office, or both, from time to time by amendment of these Articles of Incorporation.

ARTICLE IX  
INITIAL BOARD OF DIRECTORS

The number of directors constituting the Board of Directors shall be as set forth in the By-Laws, but shall not be less than three (3). The names of the March 15, 1999 Initial Board of Directors who held office until their successors were appointed:

Chad Anderson	314 East Grand View Drive, Driggs, ID 83422
Richard Cain	P.O. Box 232, Driggs, ID 83422
Bob Williams	P.O. Box 440, Driggs, ID 83422
Lance Eisele	P.O. Box 566, Driggs, ID 83422

The directors shall be elected or appointed as provided by the By-laws.

ARTICLE X  
INCORPORATORS

The names and street addresses of the persons signing these Amended Articles of Incorporation are:

Josh Jacoby	4970 W 5750 S, Victor, ID 83455
Joe Hayhurst	818 Streamside, Driggs, ID 83422
Beau Jacoby	81 Wolverine Way, Teton, ID 83452
David Ferguson	315 North 5 East Driggs, ID 83422
James Otto	1096 Brook Trout Drive, Victor, ID 83455

ARTICLE XI  
BY-LAWS

Except as otherwise provide by law, the power to adopt, alter, amend or repeal the By-laws shall be vested in the Board of Directors.

ARTICLE XII  
INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

ARTICLE XIII  
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Amended Articles of Incorporation or any amendment here to, subject to the laws of the State of Idaho.

IN WITNESS WHEREOF, the undersigned, being the directors and incorporators hereinabove named, for the purpose of continuing a non-profit corporation pursuant to the laws of the State of Idaho to do business both within and without the State of Idaho, hereby make and file these Amended Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereto set their hands and seals the 27<sup>th</sup> day of April, 2015

David J. Ferguson

John J. Pachy

Jeff S. S.

B. J.  
Jane E. Otto Jr.

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS  
WITHIN IDAHO AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with 30-3-30, Idaho Statutes, the following is submitted:

TETON VALLEY BIBLE CHURCH, INC., desiring to continue as a non profit corporation pursuant to the laws of the State of Idaho, with its registered office and principal place of business at 265 North 2<sup>nd</sup> East, Driggs, Idaho 83422, has named and designated Dave Ferguson as its Registered Agent to accept service of process with the State of Idaho.

## ACKNOWLEDGMENT

Having been named to accept service of process for the above named non-profit corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 27<sup>th</sup> day of April, 2015

David J. Ferguson  
Registered Agent