

FILED EFFECTIVE

**Amended And Restated Articles of Incorporation
of
THE IDAHO LIABILITY REFORM COALITION, INC.**

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CLERK OF STATE
STATE OF IDAHO

ARTICLE I

NAME

The name of this organization shall be The Idaho Liability Reform Coalition, Inc.

ARTICLE II

NONPROFIT CORPORATION

This corporation shall be a not-for-profit corporation. It shall not have or issue shares of stock and shall pay no dividends, and no part of any net earnings shall inure to the benefit of any member, director or officer.

ARTICLE III

DURATION

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV

PURPOSES

The purposes of this corporation shall be:

- A. To promote the common business interests of the members of the Corporation, including without limitation, the pursuit of improvements to liability laws and the fair and efficient administration of justice.
- B. To have and exercise all rights and powers conferred on nonprofit corporations under the laws of Idaho, including the power to contract, rent, buy or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.
- C. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under the current Section 501(c)(6) of the Internal Revenue Code and Section 501(c)(6) as may be amended.

IDAHO SECRETARY OF STATE
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ARTICLE V

REGISTERED OFFICE

The location of this corporation shall be 601 West Bannock Street, Boise, Idaho, 83702. The registered agent for service of process shall be Kenneth R. McClure.

ARTICLE VI

MEMBERS

SECTION 1. Classes. This corporation shall have members. There shall be two classes of members of this corporation: Regular Members and Associate Members.

SECTION 2. Qualifications. Regular Members are any individuals, firms or corporations operating for profit; individuals, public or tax-funded organizations or agencies; trade or professional associations; or any individuals, firms or corporations operating not-for-profit. Members must be approved by the Board of Directors. Members shall support the purposes of this corporation as stated in Article IV. Each Regular Member shall be entitled to one vote on any issue or matter submitted to or required to be submitted to a vote of the membership. Associate Members are organizations, individuals, firms, corporations or other entities which pay associate membership fees. Associate Members have no voting privilege and shall not be eligible to hold any office or serve on the Board of Directors.

ARTICLE VII

ASSESSMENTS

Assessments shall be levied upon Regular Members in different amounts as prescribed by the Board of Directors. Assessments shall be levied upon Associate Members in different amounts as prescribed by the Board of Directors. The Board of Directors is hereby authorized to fix the amount of dues, the intervals and the methods of payment.

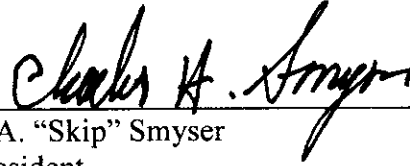
ARTICLE VIII

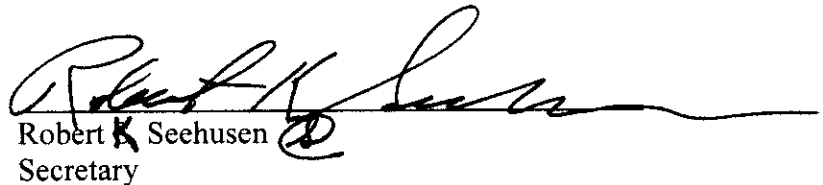
DISSOLUTION OR LIQUIDATION DISTRIBUTION

Upon termination or dissolution of the corporation, if there shall be any balance of assets and funds of the corporation after the payment or provision for all debts of the corporation and the necessary expenses of liquidation, the Board of Directors shall distribute such funds or assets in accordance with the applicable Idaho Nonprofit Corporation Act.

THESE AMENDED AND RESTATED ARTICLES OF INCORPORATION of the Idaho Liability Reform Coalition, Inc., were approved and adopted by the unanimous vote of the members of the Idaho Liability Reform Coalition, Inc., at a meeting on February 25, 2004, at which a quorum was present, after due notice was given as required by law.

IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the Idaho Liability Reform Coalition, Inc., have executed these Amended Articles of Incorporation this 23rd day of April, 2004.

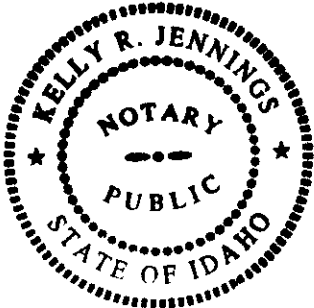

C.A. "Skip" Smyser
President

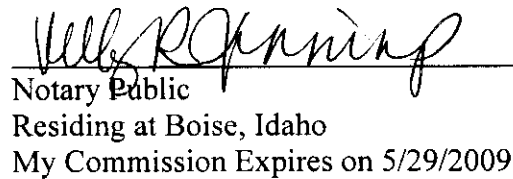

Robert K. Seehusen
Secretary

STATE OF IDAHO)
S.S.
County of Ada)

I, Kelly R. Jennings, a notary public, do hereby certify that on this 23rd day of April, 2004, personally appeared before me C.A. "Skip" Smyser, who, being by me first duly sworn, declared that he is the President of The Idaho Liability Reform Coalition, Inc., that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

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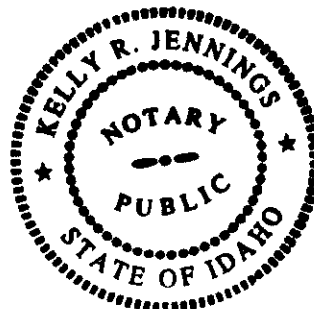


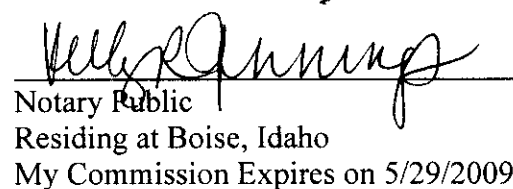

Notary Public
Residing at Boise, Idaho
My Commission Expires on 5/29/2009

STATE OF IDAHO)
S.S.
County of Ada)

I, Kelly R. Jennings, a notary public, do hereby certify that on this 23rd day of April, 2004, personally appeared before me Robert Seehusen, who, being by me first duly sworn, declared that he is the Secretary of The Idaho Liability Reform Coalition, Inc., that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

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Notary Public
Residing at Boise, Idaho
My Commission Expires on 5/29/2009