

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

UTAH-IDAHO DISTRICT KIWANIS FOUNDATION, 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 UTAH-IDAHO DISTRICT KIWANIS FOUNDATION, 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: October 6, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

UTAH-IDAHO DISTRICT KIWANIS FOUNDATION, INC.

Pursuant to the provisions of Idaho Code § 30-325 through §30-327, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is Utah-Idaho District Kiwanis Foundation, Inc. The address of the Corporation is P.O. Box 467, Twin Falls, Idaho, 83303-0467.

2. The following amendments to the Articles of Incorporation were adopted by the President and Secretary of the Corporation on July ____, 1992, in the manner prescribed by Idaho Code § 30-325 through § 30-327:

Article NINTH on page 2 of the Articles of Incorporation for Utah-Idaho District Kiwanis Foundation, Inc. is hereby amended by this Amendment filed July 10, 1992, which states:

NINTH: Said Corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for NON-PROFIT purposes; no part of any net earnings or assets thereof shall inure to the benefit of any members or any other individual. Notwithstanding any other provision 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 corresponding provision of any future United States Internal Revenue law).

TENTH: In the event of dissolution of said Corporation, after paying or adequately providing for the debts or obligations of Corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of Corporation unto:

(1) A state, territory, possession of the United States, or any political subdivision of any of the foregoing; or to the United States or the District of Columbia, to be used exclusively for public purposes. 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 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.

(2) A Corporation, trust, or community chest, fund or foundation:

(a) Created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory, the District of Columbia, or any possession of the United States;

(b) Organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals;

(c) No part of the net earnings of which inures to the benefit of any private shareholder or individual; and

(d) No substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

The assets transferred to any organization listed above, shall be used within the United States, or any of its possessions, exclusively for the purposes specified in subparagraph (b).

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund, or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt, non-profit Corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

If said Corporation holds any assets in trust at the time of dissolution thereof, such assets shall be disposed of in such manner as may be directed by Decreed of the Superior Court in the county which the dissolved Corporation had its principal office, upon petition therefor by the Attorney General, or any person concerned in the liquidation.

3. The above amendment was adopted on July 10, 1992, at a meeting of the members of Utah-Idaho District Kiwanis Foundation, Inc. at which a quorum was present and the amendment was approved unanimously.

4. The President and Secretary of the Foundation, by their signatures hereto annexed, do hereby ratify and approve this amendment.

Dated This 5th day of ~~September~~ ^{October}, 1992.

UTAH-IDAHO DISTRICT KIWANIS
FOUNDATION, INC.

By Stanley E Snow
STANLEY E. SNOW, President

ATTEST:

Scott W. Pickett
SCOTT W. PICKETT, Secretary

STATE OF IDAHO)
 : ss.
County of Twin Falls)

I, Mitzi R. Francis, a Notary Public in and for said State, do hereby certify that on the 24th day of October, 1992, personally appeared STANLEY E. SNOW, who, being by me first duly sworn, declared that he is the President of UTAH-IDAHO DISTRICT KIWANIS FOUNDATION, INC., that he has signed the foregoing document as President of the Corporation, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Mitzi R. Francis
Notary Public for State of Idaho
Residing at Siler, therein.
Commission Expires: 03-26-98

STATE OF UTAH)
 : ss.
County of Salt Lake)

I, Nancy Henry, a Notary Public in and for said State, do hereby certify that on the 24th day of Sept, 1992, personally appeared SCOTT W. PICKETT, who, being by me first duly sworn, declared that he is the Secretary of UTAH-IDAHO DISTRICT KIWANIS FOUNDATION, INC., that he has signed the foregoing document as Secretary of the Corporation, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Nancy Henry
Notary Public for State of Utah
Residing at Salt Lake City, therein.
Commission Expires: 10-9-93

