



# 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:

**FILED EFFECTIVE**

07 FEB 12 PM 2:17

SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the corporation is:

Caldwell Optimist, Limited

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:

## ARTICLE II, Non-Profit Corporation

This corporation is a non-profit corporation, and no part of the net earnings shall inure to the benefit of any private shareholder. The Corporation is organized and shall operate exclusively for charitable and educational purposes set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect on or as may be amended (the "Code"), including, but not limited to, developing Optimism as a philosophy of life, utilizing the tenets of the Optimist Creed; to promote an active interest in good government and civic affairs; to inspire respect for the law; to promote patriotism and work for international accord and friendship among all people; to aid and encourage the development of youth, in the belief that the giving of one's self in service to others will advance the well-being of humankind, community life and the world.

See Attached ARTICLE IV & VI

3. The date of adoption of the amendment(s) was: 2-7-07

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: 11

b. The number of directors that voted for each amendment was: 8

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: 2-7-07

Signature: Robert F. Kafka Jr.

Typed Name: ROBERT F. KAPKA JR

Capacity: SECRETARY / TREASURER

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

g:\corp\forms\articlesofincorporation\sp.jmd  
Revised 10/2003

IDAHO SECRETARY OF STATE  
02/13/2007 05:00  
CK: 4291 CT: 209638 BH: 1032692  
1 @ 30.00 = 30.00 NON PROF A # 2

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2. The text of each amendment is as follows: ARTICLE IV, Purpose

The purpose or purposes for which this Corporation is formed is the promotion of social welfare which shall include the development of optimism as a philosophy of life; promotion of interests in civic affairs; to inspire respect for law; to promote patriotism and work of international accord and friendship among all people; to aid the encourage the development of youth, all for the promotion of civic betterment and social improvements, all within the meaning of Section 501(c)(3) of the Internal Revenue Code. Nothing herein shall be construed to give the Corporation any purpose that is not permitted under Section 501(c)(3) of the Code and of the State of Idaho law (the "Act"). In furtherance of its permitted purposes, the Corporation may exercise any, all and every lawful power or activity which a corporation organized under the Act may exercise or transact. 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 Code, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE VI, Dissolution Provision

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations, including Optimist International, organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an except organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.