

62 APP 10 AM 8:45
SECRETARY OF STATE
STATE OF IDAHO

04/10/2002 05:06
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ARTICLES OF AMENDMENT OF CALDWELL BMX RACEWAY, INC.

Pursuant to Section 30-3-93 of the Idaho Code Caldwell BMX Raceway, Inc. adopts the following articles of amendment to its articles of incorporation:

1. The name of this corporation is **CALDWELL BMX RACEWAY, INC.**

2. The amendments hereinafter stated were approved by the members of the corporation on February 16, 2002, in the manner prescribed by the laws of the State of Idaho and the Articles of Incorporation of Caldwell BMX Raceway, Inc.

3. The articles amended are hereinafter set forth:

"ARTICLE IV - MEMBERS AND MEMBERSHIP MEETINGS

1. This corporation shall have Members, whose qualifications, manner of election to membership, rights, privileges, and voting rights shall be as provided in the By-Laws.
2. The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3) nor more than nine (9) directors to be elected by the members.
3. Annual and regular meetings of the members shall be held in accordance with Section 30-3-46 of the Idaho Code, at such times and places as may be provided in the By-Laws. Notice of all membership meetings shall be given in the manner provided in the By-Laws.
4. The members actually present at any duly called membership meeting shall constitute a quorum,

regardless of their number, and may transact any matter of business permitted to be transacted at a membership meeting of a non-profit corporation, and may also transact any matter of business permitted by law to be transacted by a Board of Directors of a non-profit corporation.

5. The vote of a simple majority of the members present and eligible to vote at any membership meeting shall be sufficient to carry the proposition being voted upon, unless a higher majority be required with respect to the specific proposition by law, by express provision in these Articles of Incorporation, or in the By-Laws.

ARTICLE V - OFFICERS

The officers of the corporation shall be a President, Vice President, Secretary and Treasurer. The officers of the corporation shall be elected by the Board of Directors annually or at a meeting called for such purpose."

IN WITNESS WHEREOF, The President and Secretary of the corporation have hereunto executed said Articles of Amendment on the 16th day of February 2002. *A. B.*

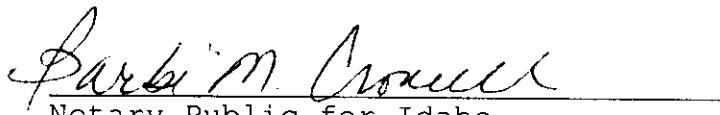
Jim Morrison
President

~~Cindy Morrison
Secretary~~

1 STATE OF IDAHO)
2) ss.
3 County of Canyon)

4 On this 5th day of April, 2002, before me, the
5 undersigned, a Notary Public in and for said State, personally
6 appeared JIM MORRISON and CINDY MORRISON, known or identified to me
7 to be the President and Secretary, respectively, of the corporation
8 that executed this instrument or the persons who executed the
9 instrument on behalf of said corporation, and acknowledged to me
that such corporation executed the same.

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

13 
14 Notary Public for Idaho
15 Residing at Caldwell, Idaho
16 My commission expires: 3-11-2008
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COPY

C E R T I F I C A T E

2 STATE OF IDAHO)
3)ss.
County of Canyon)

CINDY MORRISON, Being first duly sworn upon oath, deposes and says:

I am the duly elected and qualified Secretary of Caldwell BMX Raceway, Inc. I hereby certify that at a meeting of the membership of the corporation on February 16, 2002, at 7:00 p.m. the attached amendments to the Articles of Incorporation of Caldwell BMX Raceway, Inc. were approved by the members.

I further certify that the members of Caldwell BMX Raceway, Inc. are of two classes. One class is thus members of legal age who are identified as adult members, and the other class is persons under legal age who are identified as non-adult members.

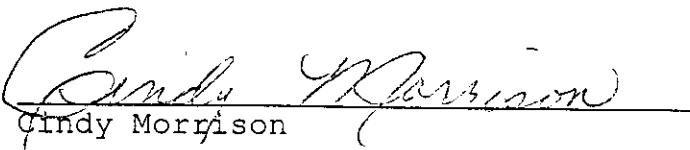
Provided further, that with reference to members under legal age, voting privileges for such members is one (1) vote for the members of each family with said vote being cast by a parent or legal guardian.

The number of adult members and non-adult members of the corporation is 412.

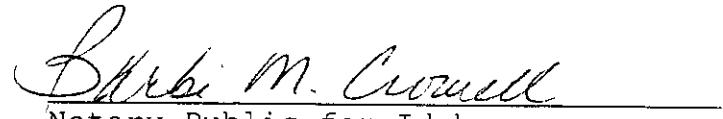
The number of votes cast for the amendment was 28.

1 The number of votes cast against the amendment were 2.

2 The number of votes cast by each class was sufficient for
3 approval by that class.

4 
5 Cindy Morrison

6 Subscribed and sworn to before me this 8th day of
7 April, 2002.

8 
9 Notary Public for Idaho
10 Residing at Caldwell, Idaho
11 My commission expires: 3-11-2003

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