

**RESTATED AND AMENDED
ARTICLES OF INCORPORATION
Of
OPPORTUNITIES UNLIMITED, INC.**

For Office Use Only

-FILED-

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KNOWN ALL MEN BY THESE PRESENTS:

That we, whose names are hereunto subscribed, all of whom are citizens of the United States of America and bona fide residents of the State of Idaho, and each of us being of full legal age, do under and pursuant to the **Idaho Nonprofit Corporation Act, Title 30, Chapter 30, Idaho**, associate ourselves together for the purpose of becoming a nonprofit corporation in the State of Idaho, and do now declare these as the articles of incorporation of OPPORTUNITIES UNLIMITED, INC., a corporation.

ARTICLE I

The name of this corporation shall be OPPORTUNITIES UNLIMITED, INC.

ARTICLE II

The purposes for which this corporation is formed are:

- 1. To provide vocational services, including but not limited to: work evaluations, job search, job placement, and long term supports;**
- 2. To provide pre-vocational services through our work skills training center and other community settings;**
- 3. To provide services under payers such as Idaho Department of Health and Welfare, Idaho Division of Vocational Rehabilitation, Idaho's Extended Employment Services, and Washington's equivalent payers when contracted;**
- 4. To provide Home and Community Based Services (HCBS) as prescribed in Federal and State rules and/or regulations;**
- 5. To provide personal care services through payer sources such as Idaho Department of Health and Welfare, the Veteran's Administration and private insurance;**

6. To purchase, rent or otherwise acquire personal and real property of every kind and description within and without the State of Idaho which may be necessary to fulfill the above services, and to borrow money and give security therefor in the rented, purchased and acquisition of said property.
7. To enter into any and all agreements that may be necessary to perform the above services for people with disabilities and other eligible people.

This is a benevolent and charitable corporation for the sole purpose of assisting people with disabilities and can engage in purposes 1-7 above only in furtherance of its charitable purposes.

ARTICLE III

The principal place of business of said corporation shall be **325 Snake River, Avenue Lewiston, Idaho. The registered agent of the corporation who may be found at the above address is Hannah Liedkie.**

ARTICLE IV

The duration of this corporation shall be perpetual.

ARTICLE V

The corporation power and business shall be exercised and controlled by a board of at least seven (7) and not more than thirteen (13) directors.

ARTICLE VI

There will be no capital stock or membership certificates. This is strictly a benevolent and charitable corporation and any excess funds accumulated will be utilized for expansion and improvement of services.

ARTICLE VII

The corporation will be operated by a Chief Executive Officer chosen by the board of directors.

ARTICLE VIII

No part of the net earnings or the corporation shall inure to the benefit of, or be distributed to any persons, including but not limited to, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign, on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not to be permitted to be carried on:

- 1. By an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue law); or**
- 2. By an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Code law).**

ARTICLE IX

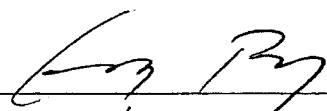
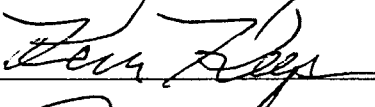
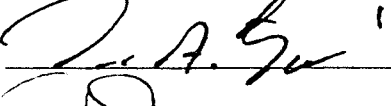
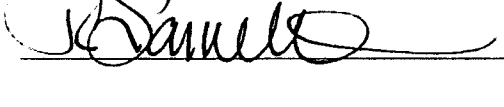
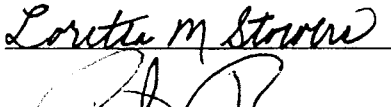
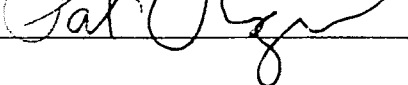
Dissolution of the corporation shall occur as follows:

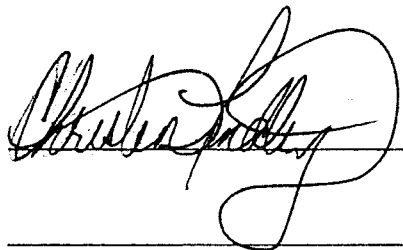
- 1. Method. The dissolution of the corporation shall be conducted as set forth in the Idaho Nonprofit Corporate Act, specifically Title 30, Chapter 30, Part 10, Idaho Code, and any future revision or provision of said law.**
- 2. Distribution. In the event of termination, dissolution or winding up of this corporation for any reason whatsoever, its remaining assets, if any, shall be distributed exclusively to such other organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code as the Board of Directors may direct.**

ARTICLE X

The corporation reserves the right to restate, amend, add or repeal any provision contained in the Restated and Amended Articles of Incorporation in a manner consistent with existing law.

IN WITNESS WHEREOF, the individual members of the Board of Directors at a meeting on January 28, 2025, have hereunto adopted these Restated and Amended Articles of Incorporation effective this date and have hereunto set their hands hereto this 25th day of February, 2025.



B1003-3939 05/08/2025 10:48 AM Received by Office of the Idaho Secretary of State

CERTIFICATE PURSUANT TO IDAHO CODE SECTION 30-30-706(8)

The undersigned, by the Chairperson and Secretary of the Board of Directors of Opportunities Unlimited, Inc. hereby certify that the foregoing Restated and Amended Articles of Incorporation do not require the approval of any member or other person other than the Board of Directors, as there are no members of said corporation or no other persons whose approval is required. The Board of Directors adopted said Restated Articles of Incorporation on January 28, 2025.

Loretta M Stowers
Loretta Stowers, Chairperson

Rebecca Sarmiento
Rebecca Sarmiento, Secretary

SUBSCRIBED AND SWORN to before me this 3rd day of March, 2025.

Cynthia M Slaybaugh
Notary Public in and for the State of Idaho
Commission Expires: 04/20/2026

