



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

CANYON COUNTY PET HAVEN, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **25th** day of **November** 19 **74**, original articles of amendment, as provided by Section 30-1103, Idaho Code, amending articles of incorporation, including Articles II, VII, XI and XII, involving pursuant to Chapter 11, Title 30, Idaho Code

and that the said articles of amendment contain the statement of facts required by law, and are ~~will be~~ recorded on ~~microfilm~~ of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **25th** day of **November**, A. D., 19**74**.

Secretary of State

11/25/74 - 12/80

ARTICLES OF AMENDMENT
OF ARTICLES OF INCORPORATION
of
CANYON COUNTY PET HAVEN, INC.

The Articles of Amendment of the Articles of Incorporation of CANYON COUNTY PET HAVEN, INC. are herein executed by said corporation pursuant to the provisions of Chapter 11, Title 30, Idaho Code, as follows:

I.

The amendment to the Articles of Incorporation of said corporation is as follows:

"ARTICLE II"

PURPOSES AND POWERS

"The objects and purposes for which this corporation is formed shall be and are:

1. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
2. To develop, establish and maintain animal shelters in the cities of Nampa and Caldwell and elsewhere throughout the State of Idaho to provide a place for the care of unwanted, abandoned, quarantined animals, or animals otherwise in need of safekeeping.
3. To receive gifts, donations, grants of money or property directly or in trust, or otherwise, from any foundation, citizen, municipality, state, United States or foreign government delivered to said corporation for the exclusive purpose of providing a means for the prevention of cruelty to animals.

4. To enter into such contracts and to incur such obligations as are consistent with the objects and purposes of this corporation; but the private property of the officers, directors and members of the corporation shall be exempt from the debts of the corporation, and no officer, director or member shall be individually or collectively liable or responsible for any debts or liabilities of the corporation.

5. To purchase, lease, or otherwise acquire real or personal property of any kind, tangible or intangible and to sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights, and generally do anything or perform any act which shall be necessary and proper to the best interests of said corporation in accomplishing any of the objects and purposes as allowable by an exempt organization under section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

6. To borrow money, to issue bonds, debentures, notes and other obligations of this corporation from time to time for any of the objects or purposes of this corporation, and to mortgage, pledge, hypothecate or convey in trust or otherwise any or all of the property of the corporation to secure the payment thereof.

7. To invest on behalf of itself or others, any money or property of the corporation and such additional funds as it may obtain, or any interest therein, in any manner; to vary the investments of the corporation, and generally to sell, exchange or otherwise dispose of, deal with, and turn to account, any of the assets of the corporation.

8. To endorse, guarantee, and secure the payment and satisfaction of loans, bonds, debentures, obligations, and evidences of indebtedness; to guarantee and assure the payment or satisfaction of interest on obligations; to assume the whole or any part of the

liabilities, existing or prospective, of any person, corporation, firm or association.

9. To do all things permitted of a non-profit corporation to be done under the laws of the State of Idaho and under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law)."

"ARTICLE VII"

MEMBERSHIP CERTIFICATES

"This corporation is not organized for pecuniary profit and shall not issue capital stock; the corporation shall issue membership certificates to each of the members, which certificates shall be non-transferable or assignable except by resolution of the Board of Directors and under such regulations as the Bylaws of this corporation may prescribe."

"ARTICLE XI"

"No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, 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 Third 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation'."

"ARTICLE XII"

"Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of 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."

II.

The date of the adoption of the said amendment by the Board of Directors of said corporation is October 26, 1974.

III.

Said amendment was adopted by a vote of a majority of a quorum of the members of said corporation who attended the regularly scheduled meeting of the members of said corporation.

IV.

Public notice of the intention to amend the Articles of Incorporation was given by publication once a week for four (4) weeks in the Idaho Free Press. The Notice of Intention to Amend Articles of Incorporation and Affidavit of Publication of said notice are attached hereto and made a part hereof as if fully set forth herein.

Further, in accordance with Article X of the Articles of Incorporation, notice of the proposed amendments were mailed to each member at her last known address at least ten (10) days in advance of the meeting.

IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles of Amendment in triplicate, this 21st day of November, 1974.

CANYON COUNTY PET HAVEN, INC.

By Helen Wilson
Helen Wilson, President

STATE OF IDAHO)
County of Ada) ss.

By Nina Walls
Secretary

HELEN WILSON, being first duly sworn on oath, deposes and says:

That she is the President of Canyon County Pet Haven, Inc. and the officer who executed the foregoing Articles of Amendment; that she has read the same, knows the contents thereof, and believes the same to be true.

Helen Wilson
Helen Wilson

SUBSCRIBED AND SWORN to before me this 21 day of November, 1974.

Phyllis Pace
Notary Public for Idaho
Residing at Boise, Idaho

My commission expires 9-9-75

STATE OF IDAHO)
) ss.
County of Ada)

Nina Wells, being first duly sworn on oath, deposes and says:

That she is the Secretary of Canyon County Pet Haven, Inc. and the officer who executed the foregoing Articles of Amendment; that she has read the same, knows the contents thereof, and believes the same to be true.

Nina Wells
Secretary

SUBSCRIBED AND SWORN to before me this 21st day of November, 1974.

Jennie L. Sholly
Notary Public for Idaho
Residing at ~~Boise~~, Idaho
~~Nampa~~
Caldwell

AFFIDAVIT OF PUBLICATION

STATE OF IDAHO,)
County of Canyon.) ss.

Verla Harker
of Nampa, Canyon County, Idaho, being first duly sworn,
deposes and says:

1. That I am a citizen of the United States of America, and at all times hereinafter mentioned was over the age of twenty-one years, and not a party to the above entitled action.

2. That I am the Principle Clerk of the Idaho Free Press, a daily, (except Sunday) newspaper published in the City of Nampa, in the County of Canyon, State of Idaho; that the said newspaper is in general circulation in the said County of Canyon, and in the vicinity of Nampa, and has been uninterruptedly published in said County during a period of seventy-eight consecutive weeks prior to the first publication of the notice, a copy of which is hereto attached.

3. That the notice, of which the annexed is a printed copy, was published in said newspaper

Four Times in the regular and entire issue of said paper, and was printed in the newspaper proper, and not in a supplement.

4. That said notice was published the following dates:

October 1, 7, 14, 21, 1974

Verla Harker

Subscribed and sworn to before me this

21st day of October, 19 74

Edmund D. Kaul

Notary Public, Residing at Nampa, Idaho

INCORPORATION

A regular meeting of the members of CANYON COUNTY PET HAVEN, INC. will be held at 7:30 p.m. at the Wiley Learning Center, NNC, Room 103 on the 21st day of October, 1974. One of the items to be considered is the amending of the Articles of Incorporation of Canyon County Pet Haven, Inc. in accordance with Section 30-1003, Idaho Code.

It is proposed to amend the Articles of Incorporation to conform with the requirements of Section 501 C of the Internal Revenue Code to qualify Canyon County Pet Haven, Inc. as a tax-exempt organization under the provisions of the Internal Revenue Code.

HELEN WILSON
President
Canyon County Pet Haven,