

State of Idaho

Department of State

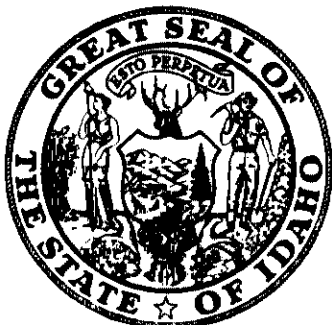
CERTIFICATE OF AMENDMENT OF

KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT
ASSOCIATION, INC.
File Number C 104887

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 KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC., duly signed 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: September 20, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Larry J. Clark*

AUG 28 10 36 AM '95

SECRETARY OF STATE
STATE OF IDAHO

AMENDED

ARTICLES OF INCORPORATION

OF

KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION

1995 SECRETARY OF STATE

8/28/95 9:00:00 AM

SEP 20 1995

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INVESTMENT

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KNOW ALL MEN BY THESE PRESENTS:

That the KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC, a nonprofit group does hereby form a nonprofit corporation under and pursuant to the laws of the State of Idaho under the provisions of Chapter 3, Title 30 of the Idaho Code, entitled Nonprofit Corporations and does hereby certify as follows:

FIRST

The corporate name of this nonprofit corporation shall be
KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC.

SECOND

This nonprofit corporation is organized exclusively for as a business league to administer funds for community development within the within the meaning of Section 501 (c) (6) of the Internal Revenue Code.

THIRD

The purposes and objects for which said corporation inasfar as consistent with Section 501 (c) (6) of the Internal Revenue Code is formed are as follows:

- (a) to promote the maintenance and improvement of infrastructure both hard and soft, including communications, cultural events and education in the Kendrick-Juliaetta Area,
- (b) to promote the retention and expansion of existing business in the Kendrick-Juliaetta Area,
- (c) to promote diversification of the economy of the community of

ARTICLES OF INCORPORATION OF KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC.

- Kendrick-Juliaetta Area and surrounding area,
- (d) to purchase, own property, real and personal to serve the purposes of this organization,
 - (e) to obtain grants and funding to further the projects and purposes of this organization,
 - (f) to hold title to all property which said corporation may now own or may hereafter acquire, and for said purpose and to that end, to buy, sell, acquire, or dispose of real property, and otherwise do all acts and things necessary or convenient in or about the conduct, management or carrying on of such activities, objects, and purposes.
 - (g) to make, perform and carry out contracts and agreements for any lawful purpose to the extent permitted by an organization exempt from Federal income tax under Section 501 (c) (6) of the Internal Revenue Code,
 - (h) to transact any and all lawful business for which nonprofit corporation may be incorporated under Idaho Code Chapter 3, Title 30.
 - (i) to comply fully with Section 501 (c) (6) of the Internal Revenue Code and not to carry on any activity not permitted by an organization exempt from Federal Income Tax under Section 501 (c) (6) of the Internal Revenue Code.

FOURTH

This corporation shall have perpetual existence.

FIFTH

The principal place of nonprofit corporation shall be in the State of Idaho and the address of the nonprofit corporation shall be P O Box 204, Kendrick, Idaho 83537.

SIXTH

This nonprofit corporation membership shall be composed of interested citizens from the community of Kendrick-Juliaetta including individual members and businesses.

SEVENTH

This nonprofit corporation is not organized for pecuniary profit and shall have no powers to declare dividends and shall not have or

issue any capital stock. No individual shall have any interest whatsoever in the assets of the corporation.

EIGHTH

That the name and street address of each of the incorporators, are as follows:

Dana Magnuson
P O Box 179
101 N Sixth
Kendrick ID 83537

Doug Clayton
P O Box 131
509 East Main
Kendrick ID 83537

Jerry Brown
109 N Ninth Street
Kendrick ID 83537

George Brocke
P O Box 159
301 East Main
Kendrick ID 83537

NINTH

The name and address of the initial registered agent of the corporation is Dana Magnuson, P O Box 179, 101 N Sixth, Kendrick ID 83537.

TENTH

The initial Board of Directors are as follows:

Dana Magnuson
P O Box 179
101 N Sixth
Kendrick ID 83537

Doug Clayton
P O Box 131
509 East Main
Kendrick ID 83537

Zana Sherman
P O Box 242
148 State Street
Julietta ID 83535

Jerry Brown
109 N Ninth Street
Kendrick ID 83537

George Brocke
P O Box 159
301 E Main
Kendrick ID 83537

Dennis Hamilton
P O Box 133
201 East Main
Kendrick ID 83537

Lillian Howerton
206 East "A" Street
Kendrick ID 83537

ELEVENTH

The Board of Directors shall consist of SEVEN (7) Directors to be selected from the membership of the KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC. at the Annual Meeting of the Association held the second Thursday of each December and who indicate that they would accept the responsibilities of said duties of the Board of Directors.

TWELFTH

That the right and power to adopt, repeal, alter, rescind and amend the bylaws of this corporation and to adopt new bylaws is hereby expressly conferred upon the Board of Directors of this nonprofit corporation as provided by the laws of the State of Idaho and in conformity with the provisions for exemption from Federal Income Tax under Section 501 (c) of the Internal Revenue Code.

THIRTEENTH

Upon the winding up and dissolution of this Nonprofit Corporation after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which has established its tax exempt status under Section 501 (c) of the Internal Revenue Code.

WITNESS OUR HANDS THIS 25th day of August, 1995.


DANA MAGNUSON, President


DOUG CLAYTON, Vice President


JERRY BROWN, Treasurer


LILLIAN HOWERTON, Secretary

STATE OF IDAHO)
 : **
County of Latah)

ARTICLES OF INCORPORATION OF KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC.

On this 25th day of August, 1995, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared DANA MAGNUSON, DOUG CLAYTON, JERRY BROWN, and LILLIAN HOWERTON known to me to be the persons whose name are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

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

W. L. Kirkham
Notary Public in and for the
State of Idaho, residing at
Kendrick, ID therein. My
Commission expires 12-14-99.

Amendment

to

AMENDED

SEP 20 8 30 AM '95

SECRETARY STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC.

SECOND

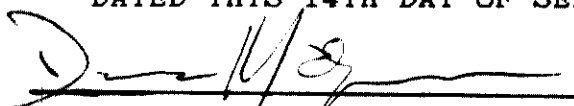
This nonprofit corporation is organized exclusively for religious, charitable, scientific and/or educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue code.

Amended to:


This nonprofit corporation is organized exclusively for as a business league to administer funds for community development within the within the meaning of Section 501 (c) (6) of the Internal Revenue Code.


WE, THE UNDERSIGNED, being all of the incorporators of KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC., do hereby certify that the foregoing AMENDED ARTICLES OF INCORPORATION were adopted the 14th day of September 1995 during a regular meeting of the membership, by a majority vote with ten voting members present.

DATED THIS 14TH DAY OF SEPTEMBER, 1995.


DANA MAGNUSON, President


DOUG CLAYTON, Vice President


JERRY BROWN, Treasurer


LILLIAN HOWERTON, Secretary

ARTICLES OF INCORPORATION OF KENDRICK-JULIAETTA COMMUNITY DEVELOPMENT ASSOCIATION, INC.