

SEP-2 11 2:45
STATE OF IDAHO

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
NOAC, INC.

Pursuant to the provisions of Section 30-3-89 of the Idaho Non-Profit Corporation Act, the undersigned non-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is NOAC, INC.

SECOND: The following amendments of the Articles of Incorporation were adopted by the members of the corporation on the 21st day of August, 1997, in the manner prescribed by the Idaho Non-Profit Corporation Act:

To ARTICLE V. PURPOSES. is added the following: charitable, religious, educational or scientific within the meaning of Section 501(c)3 of the Internal Revenue Code of 1986, as amended from time to time, including for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)3.

A new ARTICLE X. DISTRIBUTION ON DISSOLUTION. is adopted as follows: Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all liabilities of the Corporation, distribute all of the assets of the Corporation consistent with the purpose of the Corporation to such organization or organizations as shall at that time be exempt organizations under Section 501(c)3 of the Internal Revenue Code of 1986 as amended from time to time. Any such assets not so distributed shall be distributed by the

CLERK OF THE BOARD OF DIRECTORS
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District Court of the County in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, such Court shall determine to be consistent with the purposes of the Corporation.

THIRD: The number of the memberships outstanding at the time of such adoption was 33; and the number of memberships entitled to vote thereon was 6.

FOURTH: The designation and number of outstanding members of each class entitled to vote thereon as a class were as follows:

<u>CLASS</u>	<u>NUMBER OF MEMBERS</u>
General	General

FIFTH: The number of members of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

<u>CLASS</u>	<u>NUMBER OF SHARES VOTED</u>	
	<u>FOR</u>	<u>AGAINST</u>
General	<u>6</u>	<u>0</u>

DATED this 21st day of August, 1997.

NOAC, INC.

By: Rosalie M. Little
Its President

By: Laura L. Cook
Its Secretary

STATE OF IDAHO)
) ss
County of Canyon)

I, the undersigned, a notary public, do hereby certify that on this 21 day of August, 1997, personally appeared before me, Rosalie Little, and Laura Cook, who, being by me first duly sworn, declared that they are the President and Secretary, respectively, of NOAC, INC., and that they signed the foregoing document as President and Secretary of the corporation, and that the statements therein contained are true.

Angela Howard
Notary Public for Idaho
Residing at Nampa, Idaho
My commission expires 11/02

(Seal)