

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

FILED EFFECTIVE

2003 NOV 25 AM 8:24
CLERK OF STATE
STATE OF IDAHO

The undersigned certify that:

1. They are the **president** and the **secretary**, respectively, of **GENERAL
FEDERATION OF WOMEN'S CLUBS – IDAHO, INC.**, an Idaho corporation.
2. Article II of the Articles of Incorporation of this corporation are amended to read as follows:

ARTICLE II

a. The purpose for which the corporation is organized is to bring into communication and to unite the women's clubs of Idaho and like organizations for the purpose of mutual benefit, and for the promotion of their common interest in educational, industrial, literary, artistic, and scientific culture as interpreted and implemented by established policy.

b. Said organization is organized exclusively for charitable, religious, education, 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, or corresponding section of any future federal tax code.

c. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes

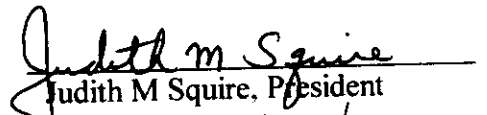

set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.

4. Being a non-profit organization no shares of stock have been issued.

We further declare under penalty of perjury under the laws of the State of Idaho that the matters set forth in this certificate are true and correct of our own knowledge.

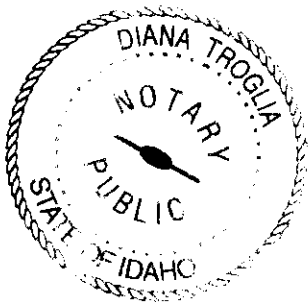
DATE: 11-24-03
Date of directors' adoption
of amendment


Judith M Squire, President

Diana Richman, Secretary

VERIFICATION

STATE OF IDAHO }
 } ss
COUNTY OF TWIN FALLS }

I, Diana Truglia, a notary public, do hereby certify that on
this 24 day of November, 2003, personally appeared before me Judith M
Squire, who, being by me first duly sworn, declared that she is the President of General
Federation of Women's Clubs - Idaho, Inc., that she signed the foregoing document as
President of this corporation, and that the statements therein contained are true.

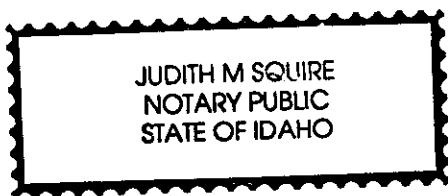


Diana Truglia
Residing at: Jerome
My commission expires: 10-25-08

VERIFICATION

STATE OF IDAHO }
 } ss
COUNTY OF TWIN FALLS }

I, Judith M Squire, a notary public, do hereby certify that on this 24th day of November, 2003, personally appeared before me Diana Richman who, being by me first duly sworn, declared that she is the Secretary of General Federation of Women's Clubs, Idaho, Inc., that she signed the foregoing document as Secretary of the corporation, and that the statements therein contained are true.



Judith M Squire
Residing at: Buhl, Idaho
My commission expires: 1/18/07