



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

CLEARWATER ECONOMIC DEVELOPMENT ASSOCIATION, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Sixth** day of **April** 19 **73**, original articles of amendment, as provided by Sections **30-146 and 30-147, Idaho Code, Restating Initial Declaration and amending Articles IV & VI**

and that the said articles of amendment contain the statement of facts required by law, and are ~~recorded on Film-Ne~~ **/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 **6th** day of **April**, A. D., 19 **73**.

by

Secretary of State

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION OF
CLEARWATER ECONOMIC DEVELOPMENT ASSOCIATION, INC.

STATE OF IDAHO)
) ss.
County of Nez Perce)

CARL C. MOORE and WILLIAM T. BIRD, President and Secretary, respectively, of Clearwater Economic Development Association, Inc., upon being duly sworn certify and declare as follows:

1. That they are the President and Secretary respectively, of the Corporation.

2. That the only members of the corporation are as follows:

The following Counties of the State of Idaho, to-wit: Clearwater County, Idaho County, Latah County, Lewis County and Nez Perce County; the following Cities of the State of Idaho, to-wit: Craigmont, Genesee, Grangeville, Kamiah, Lewiston, Moscow, Orofino, Pierce and Winchester; the Port of Lewiston; and the Nez Perce Tribe of Idaho.

3. Pursuant to the provisions contained in Sec. 30-146(5), Idaho Code, the members of the Corporation took corporate action by unanimous written consent to amend the Articles of Incorporation, which amendments are as follows:

AMENDMENT NO. 1

The initial declaration of the said Articles was amended to read as follows, to-wit:

"That we, the undersigned, citizens of the United States and residents of the State of Idaho, do hereby associate ourselves together to form a non-profit corporation, and in order to form a corporation for the purposes hereinafter stated under and pursuant to the provisions of Chapter 10 of Article 30, Idaho Code, and Sec. 67-2326 through Sec. 67-2333, Idaho Code, and amendments hereafter made thereto, and the laws of the State of Idaho relating to the organization of corporations where pecuniary profit is not the object, and we do hereby certify and declare as follows:"

AMENDMENT NO. 2

Paragraph IV of said Articles, denominated "Purposes" was amended by adding thereto the following wording, to-wit:

"To prepare and adopt area-wide comprehensive plans."

AMENDMENT NO. 3

Article VI of the Articles of Incorporation, reading as follows:

"The number of directors of the corporation shall be not less than five (5), nor more than thirty-one (31) as specified from time to time in the By-Laws of the corporation. The initial Board of Directors shall consist of five (5) directors whose names and addresses are as follows:


Douglas Adkison, Grangeville, Idaho
A. B. Curtis, Orofino, Idaho
David D. Kendrick, Moscow, Idaho
Carl C. Moore, Lewiston, Idaho
Calvin E. Niswander, Craigmont, Idaho,"

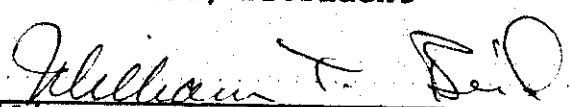
was repealed and replace by a new Article VI, reading as follows:

"The number of directors of the corporation shall be not less than five (5), nor more than thirty-one (31), as specified from time to time in the By-Laws of the corporation, and the membership and board shall, as nearly as possible, consist of approximately two-thirds elected officials of some municipal corporation, subdivision or agency of the State of Idaho, and one-third non-elected officials, based upon the total membership composition."

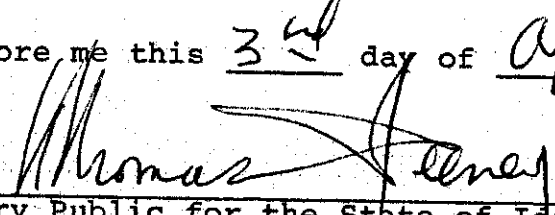
Each of the undersigned declares, under the penalty of perjury, that the matters set forth in the foregoing Articles of Amendment are true and correct.

Executed at Lewiston, Nez Perce County, Idaho, on this 3rd day of April, 1973.


Carl C. Moore, President


William T. Bird, Secretary

SUBSCRIBED AND SWORN to before me this 3rd day of April, 1973.


Notary Public for the State of Idaho
Residing at Lewiston therein.