

State of Idaho

Department of State

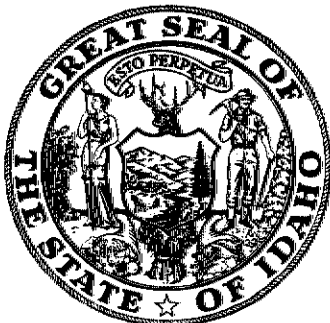
CERTIFICATE OF AMENDMENT OF

THE ARC, INC.
File Number C 37477

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 THE ARC, 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: July 18, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Shirley J. Clark*

JUL 18 10 39 AM '96
SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE ARC, INC.**

Pursuant to the provisions of Section 30-3-91 of the Idaho Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is The Arc, Inc.

SECOND: The following amendment of the Articles of Incorporation were adopted at a meeting (at which a quorum was present) of the members of the undersigned corporation held on July 25, 1996 in the manner prescribed by the Idaho Nonprofit Corporation Act.

THIRD: The number of members of the corporation at the time of such adoption was ONE HUNDRED ELEVEN; and the number of votes entitled was ONE HUNDRED ELEVEN.

FOURTH: The number of members who voted for such amendment was SEVENTEEN; and the number of members who voted against such amendment was NONE. Such amendment received a majority of the votes which members present at such meeting in person were entitled to cast.

IV.

The nature of the business and the objects and purposes of the corporation shall be:

To secure for people with disabilities the opportunity to choose and realize their goals of where and how they learn, live, work and play.

To foster the development of programs on their behalf.

To support families in the solution of their problems.

To develop a better public understanding of mental retardation.

To cooperate with public, private, religious, and professional groups in the furtherance of these efforts.

IDAHO SECRETARY OF STATE
DATE 07/11/1996 0900 10222
CK #: 4030 CUST# 69037

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XI.

These articles shall also serve as the Constitution of The Arc, Inc.

DATED this 10th day of July, 1996.

THE ARC, INC.

By: Kathie Garrett

Kathie Garrett

Title: President

ATTEST:

By: Gerald L. Teal

Jerry Teal

Title: Secretary

STATE OF IDAHO)
) ss.
County of Ada)

On this 10th day of JULY, 1996, before me, the undersigned, a Notary Public in and for said State, personally appeared KATHIE GARRETT, known or identified to me to be the President of THE ARC, INC., the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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

Candice L Hoopes
Notary Public of Idaho
Residing at Boise
My commission expires: 9/28/01

STATE OF IDAHO)
) ss.
County of Ada)

On this 10th day of JULY, 1996, before me, the undersigned, a Notary Public in and for said State, personally appeared JERRY TEAL, known or identified to me to be the President of THE ARC, INC., the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

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

Candice L Hoopes
Notary Public of Idaho
Residing at Boise
My commission expires: 9/28/01

VERIFICATION

KATHIE GARRETT, being first duly sworn upon oath deposes and says:

That she has read the within and foregoing ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE ARC, INC., and believes that the statement therein contained are true.

Kathie Garrett
KATHIE GARRETT

STATE OF IDAHO)
) ss.
County of Ada)

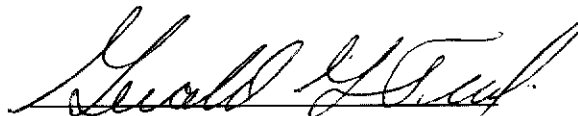
I, Candice L. Hoopes, a notary public, do hereby certify that on this 10th day of July, 1996, personally appeared before me KATHIE GARRETT, who, being by me first duly sworn, declared that she has read the foregoing document and that the statements therein contained are true.

Candice L Hoopes
Notary Public of Idaho
Residing at Boise
My commission expires: 9/28/01

VERIFICATION


JERRY TEAL, being first duly sworn upon oath deposes and says:

That he has read the within and foregoing ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE ARC, INC., and believes that the statement therein contained are true.


JERRY TEAL

STATE OF IDAHO)
) ss.
County of Ada)

I, Candice L. Hoopes, a notary public, do hereby certify that on this 10th day of July, 1996, personally appeared before me JERRY TEAL, who, being by me first duly sworn, declared that he has read the foregoing document and that the statements therein contained are true.


Notary Public of Idaho
Residing at Boise
My commission expires: 9/28/01