

APR 1 4 24 PM '98

## ARTICLES OF AMENDMENT

TO THE

### ARTICLES OF INCORPORATION OF

IDAHO ATTORNEYS FOR CRIMINAL JUSTICE, INC.

SECRETARY OF STATE  
STATE OF IDAHO

Pursuant to the provisions of the Idaho Nonprofit Corporation Act ("Act"), the undersigned corporation adopts the following Articles of Amendment to the Articles of Incorporation:

Idaho SECRETARY OF STATE  
94-5927-1491 Act  
04/27/98 99-09  
\$1.00 30.00 Non Prof  
C 89869

FILED

98 APR 27 PM 12:13  
SECRETARY OF STATE  
STATE OF IDAHO

#### ARTICLE I NAME

The name of the corporation is Idaho Attorneys for Criminal Justice, Inc. ("Corporation").

#### ARTICLE II AMENDMENTS ADOPTED

The following amendments to the Articles of Incorporation were adopted by the Members of the Corporation in the manner prescribed by the Act:

**RESOLVED** that **ARTICLE IV** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

#### ARTICLE IV PURPOSES

*The purposes for which the Corporation is organized and will be operated shall be for any lawful purpose, including, but not limited to the following:*

- A. *To improve and maintain the quality of justice in the State of Idaho.*
- B. *To improve and maintain the quality of the delivery of criminal defense legal services, with emphasis on continuing legal education, new technology, and current practices in the profession.*
- C. *To act as a clearing house and a public information center for matters affecting delivery of effective criminal defense legal services.*
- D. *To engage in and to assist in negotiations, litigation, and other proceedings involving or affecting the practice of criminal defense law.*
- E. *To conduct and sponsor research and pilot programs to provide criminal defense legal services.*
- F. *To maintain close contact and cooperation with the National Association of Criminal Defense Lawyers, the American Bar Association, Criminal Justice Section, and other state and local criminal defense lawyer associations.*

- G. To provide criminal defense lawyers with legal representation.*
- H. To carry on nonpartisan legislative activity to further the purposes of the Corporation.*
- I. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.*

**RESOLVED** that **ARTICLE V** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE V**  
**LIMITATIONS**

*No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons except that the Corporation 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 Article IV hereof. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended from time to time.*

**RESOLVED** that **ARTICLE VI** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE VI**  
**NO MEMBERS**

*The corporation shall not have any members.*

**RESOLVED** that **ARTICLE VII** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE VII**  
**REGISTERED OFFICE AND AGENT**

*The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the registered office is 303 W. Bannock, Boise, Idaho 83702, and the name of the registered agent at this address is David Z. Nevin.*

**RESOLVED** that **ARTICLE VIII** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE VIII**  
**ELECTION OF BOARD OF DIRECTORS**

*The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected in the manner and for the term provided in the Bylaws of the Corporation.*

**RESOLVED** that **ARTICLE X** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE X**  
**DISTRIBUTION ON DISSOLUTION**

*Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.*

**RESOLVED** that a new provision, designated as **ARTICLE XI**, be added to the Articles of Incorporation of the Corporation and read in full as follows:

**ARTICLE XI**  
**BYLAWS**

*Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.*

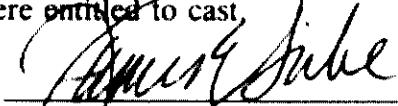
**ARTICLE III**  
**DATE OF MEETING AND QUORUM**

The date of the meeting of Members at which the foregoing Amended Articles of Incorporation were adopted was February 19, 1998. The number of Members of the Corporation present at the meeting in person or by proxy was 37, which constitutes a quorum.

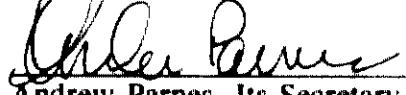
**ARTICLE IV**  
**VOTE ON AMENDMENT OF ARTICLES OF INCORPORATION**

The number of Members voting for the amendment of the Articles of Incorporation was 33 and the number of Members voting against the amendment of the Articles of Incorporation was 4. The Amended Articles of Incorporation were adopted by a majority of the votes that Members present at the meeting in person or by proxy were entitled to cast.

Dated: March 16, 1998

  
James E. Siebe, Its President

Dated: March 26, 1998

  
Andrew Parnes, Its Secretary

# **Idaho Attorneys for Criminal Justice**

P.O. Box 2047 • (208) 343-1000  
Boise, ID 83701 • FAX (208) 343-8274

## BOARD OF DIRECTORS

**David Z. Kevin, President • James E. Siebe, Vice President • Jim Gresback, Secretary/Treasurer  
Michael J. Wood, Immediate Past President**

D. Fredrick Hoopes  
John M. Adams  
Keith A. Zollinger  
Andrew Parnes  
S. Richard Rubin  
Elizabeth Burr-Jones  
Klaus Wiebe

April 24, 1998

**Debi C. Presher**  
**Executive Director**  
**(208) 343-1000**  
**(208) 345-8274**

VIA FAX - 334-2847

Secretary of State  
Corporations  
Statehouse Mail  
Boise, ID 83720

Dear Alisa:

I accept the position of Registered Agent for Idaho Attorneys for Criminal Justice, Inc.

Thank you for your assistance.

Sincerely,

Dannebaum

David Z. Nevin