



## ARTICLES OF AMENDMENT (Non-profit)

FILED/EFFECTIVE

NO JUL 31 PM 4:33

CLERK OF STATE  
STATE OF IDAHO

To the Secretary of State of the State of Idaho  
Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned non-profit  
corporation amends its articles of incorporation as follows:

1. The name of the corporation is: Bonner Education and Technology  
Alliance, Inc.

2. The text of each amendment is as follows:

See attached. **RESTATED AND AMENDED ARTICLES OF INCORPORATION**  
Adding language to comply with Section 501 (c) (3) of the  
Internal Revenue Code.

3. The date of adoption of the amendment(s) was: July 18, 2000

4. Manner of adoption (check one):

☐ Each amendment consists exclusively of matters which do not require member approval pursuant to  
section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. (Please fill spaces below)

a. The number of directors entitled to vote was: \_\_\_\_\_

b. The number of directors that voted for each amendment was: \_\_\_\_\_

c. The number of directors that voted against each amendment was: \_\_\_\_\_

☒ The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was,  
therefore adopted by the members. (Please fill spaces below)

a. The number of members entitled to vote  
was: 7

b. The number of members that voted for each  
amendment was: 4

c. The number of members that voted against  
each amendment was: 0

Dated: 7/25/00

Signed by: Stephen Drinkard  
Its Vice-President STEPHEN DRINKARD  
(Capacity of signer)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

**07/31/2000 09:00**  
CK: 26414 CT: 12757 BH: 337573

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Revised 7/98  
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00 JUL 31 AM 9:10

SECRETARY OF STATE  
STATE OF IDAHO

RESTATED AND

AMENDED ARTICLES OF INCORPORATION

OF

BONNER EDUCATION AND TECHNOLOGY ALLIANCE, INC.

AMENDED JULY 18, 2000

The undersigned, acting as incorporator of a corporation under the Idaho Nonprofit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

ARTICLE I.

The name of this corporation shall be BONNER EDUCATION AND TECHNOLOGY ALLIANCE, INC.

ARTICLE II.

Section 1. The Corporation is a nonprofit corporation without any purpose of pecuniary profit to itself and shall have no capital stock.

Section 2. The BONNER EDUCATION AND TECHNOLOGY ALLIANCE, INC. will comply with Section 501(c)(3) of the Internal Revenue Service Code and is not authorized and will not do anything to jeopardize that status. Namely the BONNER

AMENDED ARTICLES OF INCORPORATION, 1

Amended 7/18/00

EDUCATION AND TECHNOLOGY ALLIANCE, INC. Will comply with the following requirements and is formed for the following purposes:

This corporation is organized exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 distribution in furtherance of the exempt purposes set forth herein.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation 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 the corresponding section of any future federal tax code, or (b) by an organization contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to an organization which is organized and operated exclusively for one or more exempt purposes and has established its exemption under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

Section 3. The terms, conditions, eligibility, admission, withdrawal, expulsion, rights and obligations of membership; the rights, powers, compensation, qualifications, number, election, removal and filling vacancies of the board of directors and officers; the manner of noticing, holding and conducting, and the quorum requirements for, meetings of the board of directors, and the members, including the voting rights of members; the manner of accounting for revenues and expenses so as to assure nonprofit operation; the manner of adopting alterations, amendments or repeals of the Bylaws; and provisions relating to any other matters not covered by law or by these Articles of Incorporation shall, except as otherwise provided by law or these Articles, be stated or provisions made therefor in the Bylaws.

#### ARTICLE III.

The period of existence and duration of the life of this corporation shall be perpetual.

#### ARTICLE IV.

The location and post office address of the registered office of the corporation shall be Bonner Business Incubator, 804 Airport Way, Sandpoint, Idaho 83864, County of Bonner, Idaho. The name of the registered agent at such address is Stephen Drinkard.

## ARTICLE V.

The objects and purposes for which the Corporation is formed are:

(a) To raise money on an on-going basis in support of post-secondary education, job training programs and a technology center that provides high speed telecommunications, Internet and computer hardware, as well as information and training services.

(b) To help coordinate and shape the goals and objectives of such activities by providing a platform upon which public and private organizations or individuals may collaborate in designing the most efficient and effective programs.

(c) To provide "evidence" to state and private educational institutions, by the foundation's very existence and by its activities, that this community is committed to post-secondary education and to telecommunications/technology in advancing individuals and businesses in the "new global economy." This "evidence" is apparently needed in light of the large number of communities in Idaho that are courting the post-secondary institutions to provide on-site, out-reach campuses. Without local commitment, the institutions will not or can not commit their time and money.

(d) To do and perform, either for itself or its members, any and all acts and things, and to have and exercise any and all powers, as

may be necessary or convenient to accomplish any or all of the foregoing objects or purposes or other acts promoting any and all types of education as may be permitted by the Act under which the Corporation is formed.

#### ARTICLE VI.

The number of directors of the initial board of directors of the corporation is seven (7) and the name and address of the persons who are to serve as the initial directors until the first annual meeting of members or until their successor or successors qualify are:

John F. Shaw, Jr., 220 Sweetgrass Lane, Sandpoint, Idaho 83864

John W. Davis, 6030 Janish Drive, Sandpoint, Idaho 83864

Dennis Scollen, 2101 W. Pine Street, Sandpoint, Idaho 83864

Gina Emory, 1710 Roundhouse Circle, Sandpoint, Idaho 83864

Skip Jones, 345 Hayes Gulch Road, Sagle, Idaho 83860

Jack Givens, 1330 Ponder Point, Sandpoint, Idaho 83864

Stephen Drinkard, 63 Upland Lane, Sandpoint, Idaho 83864

#### ARTICLE VII.

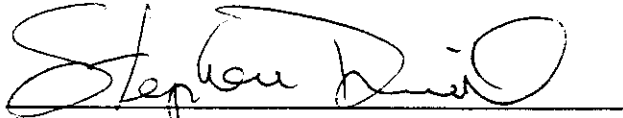
The name and address of the incorporator of this corporation is:

Stephen Drinkard, 63 Upland Lane, Sandpoint, Idaho 83864

ARTICLE VIII.

The Corporation may amend, alter or repeal any provision of these Articles of Incorporation upon the affirmative vote of the majority of votes cast by the members present at a member meeting in person or by proxy and upon compliance otherwise with 30-326, 30-327 and 30-328 of the Idaho Code as presently worded or as may hereafter be amended.

These foregoing Articles of Incorporation are dated and executed this 19<sup>th</sup> day of July, 2000.

  
Stephen Drinkard

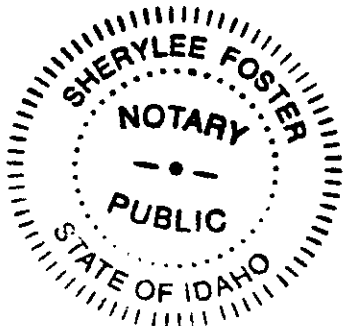
STATE OF IDAHO


County of Bonner

)  
) ss.  
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On this 19 day of July, 2000, before me the undersigned, a Notary Public in and for the State of Idaho, personally appeared Stephen Drinkard, the person whose name is subscribed to within this instrument, and acknowledged to me that he executed the same.

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



  
Notary Public in and for Idaho  
Residing at: Shoreline  
Commission expires: 07-24-2014