

**FILED EFFECTIVE**

**ARTICLES OF AMENDMENT**

(Non-Profit)

**2016 NOV 28 AM 9:23**

**SECRETARY OF STATE  
STATE OF IDAHO**

1. The name of the corporation is: REDI Foundation, Inc.
2. The text of each article being amended:

Article Four - Purposes and Powers: Subsection a. is amended to read as follows: "To encourage and enhance the retention, recruitment and expansion of talent and new and existing businesses and the promotion of a favorable business climate in Eastern Idaho by supporting the charitable, educational, and scientific functions of the Regional Economic Development Corporation for Eastern Idaho, a nonprofit Idaho corporation;"

Article Five - Membership: The second sentence is amended to read: "The corporation shall be under the direction of a Board of Directors."

Article Seven: The title of Article Seven is amended to read: "Board of Directors". The body of Article Seven is amended to read: "The board of directors of the corporation shall consist of not less than (3) nor more than seven (7) directors appointed by the Executive Board of Directors of the Regional Economic Development Corporation for East Idaho on an annual basis."

Article Eight -- Dissolution: Article Eight is amended to read as follows:

Upon dissolution of the corporation, the assets of the corporation shall be disposed of according to the procedure outlined in the Idaho Nonprofit Corporation Act. After the liabilities of the corporation have been discharged or provided for, the corporation's remaining assets shall be disposed of exclusively for the purposes of the corporation, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law), as determined by a majority vote of the Board of Directors.

Any such assets not so disposed of shall be disposed of by a District Court of competent jurisdiction in and for the State of Idaho exclusively for such purposes or to such organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

Article Nine -- Restrictions: Article Nine is amended to read as follows:

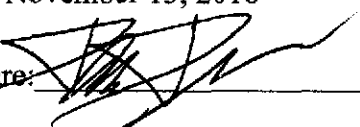
No part of the net earnings of the corporation shall inure to the benefit of any director, advisory board member, or officer of the corporation or any other private individual (except that reasonable payments may be paid for expenses incurred on behalf of the corporation affecting one or more of its purposes). The Board of Directors may hire and pay staff. No director, advisory board member, or officer of the corporation, or any other private individual shall be entitled to

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share in any distribution of any corporate assets on dissolution of the corporation or otherwise. Any and all property, both real and personal, which may be owned by the corporation at any time, is and shall always be exclusively and irrevocably dedicated to the non-profit purposes of this organization.

3. The date of adoption of the amendment was October 27, 2016.
4. The corporation having no members, the amendments were adopted by the board of directors. The undersigned hereby certifies that there are 7 members entitled to vote and all 7 members voted in favor of the amendment.

Dated: November 13, 2016

Signature: 

Typed Name: ~~Janis W. Rogers~~ Park Price

IDAHO SECRETARY OF STATE

11/28/2016 05:00

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