

SECOND
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NORTH AMERICAN MOOSE FOUNDATION, INC.

FILED/EFFECTIVE

JUL 31 10 12 AM '01

SECRET
STATE

NE

Pursuant to Section 30-3-93 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 **NORTH AMERICAN MOOSE FOUNDATION, INC.**

SECOND: The following amendments to the Articles of Incorporation, dated April 18, 2001, and the Articles of Amendment, dated June 22, 2001, were unanimously adopted by all the members and the Board of Directors of the Corporation on the 25th day of July, 2001, in the manner prescribed by the Idaho Nonprofit Corporation Act.

AMENDMENT IV.

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 distributions in furtherance of the purposes set forth in Amendment VI hereof. 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 a corporation 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 a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

AMENDMENT V.

Upon the dissolution the assets shall be distributed as follows: No part of the property of the corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the directors or officers of the corporation, but all such property and proceeds, subject to the discharge of

AMENDMENT TO ARTICLES OF INCORPORATION
(N-74\AMENDMENT-11)

IDaho SECRETARY OF STATE
07/31/2001 05:00
CK: 4203 CT: 149409 BH: 410787
1 0 30.00 = 30.00 NON PROF A # 2

C138639

valid obligations of the corporation and to the applicable provisions of the Idaho Non-Profit Corporation Act, shall be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code, as amended.

AMENDMENT VI.

The purpose for which the corporation is organized is: for scientific, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, now in effect or as may be amended hereafter, and in this regard, providing that the purpose of the North American Moose Foundation, Inc. to promote the moose species; educate the public; conserve habitat and reinforce the value of hunting and viewing moose.

AMENDMENT VII.

Pursuant to Section 30-3-36 Idaho Code, the corporation shall have no voting members. The Board of Directors may designate one or more classes of non-voting members.

Dated this 25th day of July, 2001.

Marty Orwig
Marty Orwig - Director, Member

Oscar Wornek
Oscar Wornek - Director, Member

Lin Hintze
Lin Hintze - Director, Member