



**Department of State.**

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the

**THE ROCKY MOUNTAIN LUTHERAN CHARITY ASSOCIATION**

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **fourth** day of **October** 19 **72**, original articles of amendment, as provided by Sections 30-146 and 30-147, Idaho changing the corporate name to **THE COEUR D'ALENE HOMES, INC.**, and amending Articles II, III, V, VII and IX, and adding Article X.

and that the said articles of amendment contain the statement of facts required by law, and are /to be recorded on ~~Film~~ **Nonmicrofilmed** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **4th** day of **October**, A. D., 19 **72**.

by *P. Long* Secretary of State  
Assistant Corporation Clerk

CERTIFICATE OF ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION  
OF THE ROCKY MOUNTAIN LUTHERAN CHARITY ASSOCIATION

This is to certify that at the regularly adjourned annual meeting of the members of The Rocky Mountain Lutheran Charity Association, a benevolent and charitable corporation existing under and by virtue of the laws of the State of Idaho, which regularly adjourned meeting was held Tuesday, the 19th day of September, 1972, at the offices of the corporation at Coeur d'Alene, Kootenai County, Idaho, and which regularly adjourned meeting was adjourned from the annual meeting held at said place at Coeur d'Alene, Idaho, on Tuesday, the 21st day of March, 1972, the following Resolution was duly presented, seconded and unanimously carried:

"BE IT RESOLVED by the members of The Rocky Mountain Lutheran Charity Association that the Articles of Incorporation of The Rocky Mountain Lutheran Charity Association be, and the same are hereby amended as follows:

I.

That Article I of said articles be amended to read as follows: The name of this corporation shall be "The Coeur d'Alene Homes, Inc."

II.

That Article II of said articles be amended to read as follows: The Coeur d'Alene Homes shall be affiliated as an agency of the American Lutheran Church, or its

successor, and its operation shall be consistent with the policies of that church.

The Executive Director of the Division of Social Service of the American Lutheran Church, or its successor, shall be an advisory member of the Board of Directors of this corporation.

### III.

That Article III be amended to read as follows: The purpose of this corporation shall be: Religious, charitable, educational and other human service purposes, through such means as, but not limited to, establishing, maintaining, endowing, and operating Christian Homes for aging men and women through which may be provided relief, support and nursing care for the aging. This corporation shall have the power to purchase, lease, hold, sell, develop, mortgage, convey or otherwise acquire or dispose of real or personal property necessary or incidental to the carrying on the work that the corporation is formed to accomplish, including the right to acquire by gift, or purchase, all property necessary for the purposes of this corporation and for the proper conduct of its undertaking. To borrow money and do any and all lawful things useful or necessary to carry out the aforesaid purposes. There shall be no pecuniary gain or profit and there shall be no capital stock.

IV.

That Article V be amended to read as follows: The term of this corporation shall be perpetual.

V.

That Article VII shall be amended to read as follows:

That the corporation shall be managed by a Board of Directors, the number of whom and manner of election shall be fixed by the By-Laws.

VI.

That Article IX shall be amended to read as follows:

Upon dissolution of the corporation, the assets of the corporation shall be held in trust by the American Lutheran Church, or its successor, until such time as a similar organization has been established.

VII.

That a new paragraph shall be added to be known as Article X, and shall read as follows:

The membership of this corporation shall consist of the congregations of The American Lutheran Church, its successors, and any Christian church that accepts the invitation of the corporation to membership. Each church to be represented by three voting members of such church, two of whom shall be laymen and the third the pastor of the church, which delegates must be certified to vote.

BE IT FURTHER RESOLVED that certificates of the proceedings of this meeting and the giving of the requisite notice thereof and of the strict requirements of the laws of the State

of Idaho, be prepared, signed and verified by the President and Secretary of the corporation who are likewise the presiding officer and secretary of this meeting. That said certificate be in triplicate, sent to the Secretary of State of the State of Idaho, where one copy shall be filed, a duplicate copy to be filed with the County Recorder of Kootenai County, as provided by law.

That said meeting was adjourned to Tuesday, the 19th day of September, 1972, from the annual meeting of the corporation held on the 21st day of March, 1972, for the expressed purpose of considering whether the foregoing amendments to the Articles be made. That Notice of said meeting was given by publishing a notice of the time and place of holding the meeting and of the intention to amend the Articles, once a week for four weeks in the Coeur d'Alene Press, a newspaper published in Kootenai County, Idaho, which notice stated the manner in which it was intended to amend the Articles. Said publication was given on August 16th, August 23rd, August 30th and September 6, 1972, a true and correct copy of which notice is attached hereto and made a part of said certificate. That at said meeting there were 16 members present, which number constituted a quorum as provided by the By-Laws of the corporation, that I, Robert E. Johnson President of the corporation, presided at such meeting and Frank J. Nielsen, Secretary of the corporation, acted as Secretary. That attached hereto and made a part hereof is

proof of publication of said Notice. Reference is hereby made to Sections 30-1103 and 30-1105, Idaho Code, the provisions pursuant to which these proceedings were taken.

Robert E. Johnson  
President  
Frank J. Nielsen  
Secretary

STATE OF IDAHO            )  
                                  ) ss.  
County of Kootenai    )

On this 28th day of September, 1972, before me, the undersigned Notary Public in and for the State of Idaho, personally appeared Robert E. Johnson and Frank J. Nielsen, known to me to be the President and Secretary, respectively, of ROCKY MOUNTAIN LUTHERAN CHARITY ASSOCIATION, the corporation that executed the foregoing instrument, and acknowledged to me that such corporation executed the same.

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

W. D. McFarland  
Notary Public in and for the State  
of Idaho, residing at Coeur d'Alene  
My Comm. expires 3-3-73

**NOTICE OF MEETING TO THE MEMBERS OF THE ROCKY MOUNTAIN LUTHERAN CHARITY ASSOCIATION**

NOTICE IS HEREBY GIVEN that pursuant to a Resolution of the Board of Directors of The Rocky Mountain Lutheran Charity Association, a corporation organized and existing under the laws of the State of Idaho, adopted at a meeting of the Board duly held on the 18th day of July, 1972, at the Coeur d'Alene Homes, Coeur d'Alene, Kootenai County, Idaho, at the adjourned annual meeting of the members of the corporation, the following propositions will be considered and acted upon, to-wit:

To amend Article I, to change the name of the corporation to "The Coeur d'Alene Homes, Inc."

To amend Article II, to read as follows: The Coeur d'Alene Homes shall be affiliated as an agency of the American Lutheran Church, or its successor, and its operation shall be consistent with the policies of that church.

The Executive Director of the Division of Social Service of the American Lutheran Church, or its successor, shall be an advisory member of the board of Directors of this corporation.

To amend Article III, to read as follows: The purpose of this corporation shall be: Religious, charitable, educational and other human service purposes, through such means as, but not limited to, establishing, maintaining, endowing, and operating Christian Homes for aging men and women through which support and nursing care for the aging. This corporation shall have the power to purchase, lease, hold, develop, mortgage, convey or otherwise acquire or dispose of real or personal property necessary or incidental to the carrying on the work that the corporation is formed to accomplish, including the right to acquire by gift, or purchase, all property necessary for the purpose of this corporation and for the proper conduct of its undertaking. To borrow money and do any and all lawful things useful or necessary to carry out the aforesaid purposes. There shall be no pecuniary gain or profit and there shall be no capital stock.

To amend Article V, by making the term of the corporation perpetual.

To amend Article VII to provide that the number and manner of election of members of the Board of Directors to manage the corporation shall be fixed by the By-Laws.

To amend Article IX, to provide that upon dissolution of the corporation the assets of the corporation shall be held in trust by the American Lutheran Church, or its successor, until such time as a similar organization has been established.

By adding a new Article, to be known as Article X, to provide that the membership of the corporation shall consist of the congregations of the American Lutheran Church, its successors, and any Christian church that accepts the invitation of the corporation to membership. Each church to be represented by three voting members of such church, two of whom shall be laymen and the third the pastor of the church, which delegates must be certified to vote.

Dated this 18th day of July, 1972.

Frank Malach  
Secretary  
Aug. 16, 23, 30, Sept. 6, 1972

# AFFIDAVIT OF PUBLICATION—COEUR D'ALENE PRESS

(WEEKLY)

STATE OF IDAHO,  
County of Kootenai, }

ss.

*7789*  
*Callie Portner*

....., being first duly sworn,  
deposes and says:

That affiant is now, and at all times herein mentioned has been, a citizen of the United States and a resident of Kootenai County, State of Idaho, over the age of 21 years and not a party to, nor interested in the event of, the above entitled matter, and the printer (principal clerk) of the "Coeur d'Alene Press", during all of the times herein mentioned being a legal daily newspaper, of Coeur d'Alene, Kootenai County, Idaho, as defined by Idaho Code Sec. 60-106 to Sec. 60-108 both inclusive, and Chapter 121 Idaho Session Laws of 1949, and acts amendatory thereof and correlated thereto, and qualified thereunder to publish to the same effect as a weekly

newspaper on Wednesdays; and that the

*Nation's Meeting -*

of which a printed copy is annexed hereto, was published in all the regular Wednesday

weekly issues of said newspaper for *four* consecutive weeks, commencing

on the *16* day of *August*, 19*72*, and ending on the

*6* day of *September*, 19*72*.

*Callie Portner*

Subscribed and sworn to before me this *6* day of *Sept*