

**FILED/EFFECTIVE**

**ORIGINAL**

**ARTICLES OF AMENDMENT** 2002 FEB 12 PM 4:10

**of**

SECRETARY OF STATE  
STATE OF IDAHO

**NORTHWEST GIS USER GROUP, INC.**

**(an Idaho Non-Profit Corporation)**

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 Northwest GIS User Group, Inc.
2. The text of the amendment is 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 the time qualify as exempt organizations under Section 501(c)(3) 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 such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

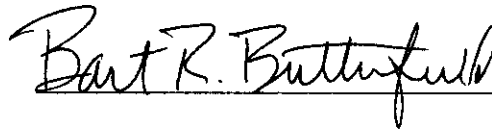
3. The date of adoption of the amendment was February 11, 2002.
4. The amendment consists exclusively of matters which do not require member approval pursuant to Section 30-3-90, Idaho Code, and was, therefore, adopted by the Board of Directors.
  - a. The number of members entitled to vote was 7.
  - b. The number of members that voted for the amendment was 7.

IDAHO SECRETARY OF STATE  
02/13/2002 05:00  
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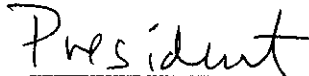
c. The number of members that voted against the amendment was zero.

Dated: February 11, 2002.

A handwritten signature in black ink, reading "Bart R. Butterfield", written over a horizontal line.

Bart R. Butterfield

Typed Name

A handwritten word in black ink, reading "President", written over a horizontal line.

Capacity (Officer)