

FILED EFFECTIVE

**ARTICLES OF AMENDMENT
(Non-Profit)**

2004 MAY 17 AM 9:51

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 Weiser Golf Association, Inc.
2. The text of the amendments, in legislative format, are as follows:

ARTICLE IV.

~~At the time of the making of these Articles of Incorporation, said~~ The Association owns
~~the beneficial interest in the following described real estate situated in Washington county, Idaho,~~
to-wit:

~~The South SE1/4NW1/4 and the SW1/4NW1/4 Half of the
Northwest Quarter of Section 29, in Township 11 North, of Range
5 West of B.M., excepting therefrom, however, the following
described tracts: the West 60 Feet of said SW1/4NW1/4 and the
tract described as Beginning at a point 30 feet East of the West
line, and North 300 feet from the Southwest corner of the
Southeast Quarter of the Northwest Quarter of said Section 29, and
thence run North 132 feet; thence run East 300 feet; thence run
South 132 feet; thence run West 300 feet to the place of beginning.~~

~~Beginning at the Southwest corner of the Northwest Quarter of said
Section 29, and thence run North 16 rods, thence run East 50 rods;
thence run South 16 rods; thence run West 50 rods to the place of
beginning.~~

~~Also excepting the following:~~

~~And the East 20.00 feet of Lot 2 of Block 3 of Valley View Subdivision, as the
same is shown on the official plat thereof on file in the office of the County
Recorder of Washington County, Idaho.~~

~~And a non-assignable easement across the West 60 feet of the SW1/4NW1/4 of
Section 29, Township 11 North, Range 5 West, Boise Meridian, Washington~~

ARTICLES OF AMENDMENT * 1

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IDAHO SECRETARY OF STATE
05/17/2004 05:00
CK: 2287 CT: 179288 BH: 745599
1 @ 30.00 = 30.00 INC NONP # 2

C 23864

County, Idaho as granted in Deed recorded February 5, 2003 as Instrument No. 188589, Official Records.

Together with the appurtenances thereunto belonging or in anywise appertaining.

ARTICLE VI

The annual business meeting of said corporation shall be held in Weiser, Idaho, at such place and on such date as the Board of Directors shall determine, or when a suitable building for the purpose is erected, then on said real estate as hereinbefore described, by ~~on~~ the second Wednesday in the month of May of each year, at such hour as the Board shall fix. The time and place of such annual meeting shall be made known to all voting members of said corporation by mail at least five days prior to such meeting. The mode of election of directors as such annual business meeting shall be by majority ballot of all voting members ships present at such meeting. ~~At the time of making these Articles of Incorporation 3 directors have been duly elected, and when certificate of incorporation is duly issued, said directors shall meet and draw lots, one to hold office until the next annual meeting on the second Wednesday in May, 1949, one to hold office until the annual meeting in May, 1950, and one to hold office until the annual meeting in May, 1951, and until their and each of their successors are qualified are elected and qualified.~~ Thereafter One-third of the directors shall be elected in the said annual business meeting of the corporation each year and shall hold office for three consecutive years, or until their successors shall have been elected and qualified. In case of vacancy in said Board of Directors the remaining members of the Board shall at a meeting duly held appoint a member to fill the vacancy for the unexpired term.

ARTICLE IX SHALL BE AMENDED BY DELETING THE EXISTING ARTICLE AND SUBSTITUTING THE FOLLOWING:

ARTICLE IX

That no real estate owned by the corporation shall be sold, absent the approval of such sale at duly noticed membership meeting by a majority vote of the memberships voted. A certificate shall be attached to any deed to property owned by the corporation which certificate shall provide the certification by the Secretary and President of the corporation that the sale of such real estate has been approved as required by this Article.

ARTICLE XI

This corporation is a non-profit corporation, and is organized pursuant to the provisions

of Section 501(c)(7) of the Internal Revenue Code of 1986, and no part of the net earnings of this corporation shall inure to the benefit of any membership holder.

ARTICLE XII

Upon dissolution of the corporation, all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a State or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of Washington County, State of Idaho, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

3. The text of Articles IV, VI, and IX as amended, and new articles XI and XII are as follows:

ARTICLE IV.

The Association owns the following described real estate situated in Washington county, Idaho, to-wit:

The SE1/4NW1/4 and the SW1/4NW1/4 of Section 29, in Township 11 North, of Range 5 West of B.M., excepting therefrom, however, the following described tracts: the West 60 Feet of said SW1/4NW1/4 and the tract described as Beginning at a point 30 feet East of the West line, and North 300 feet from the Southwest corner of the Southeast Quarter of the Northwest Quarter of said Section 29, and thence run North 132 feet; thence run East 300 feet; thence run South 132 feet; thence run West 300 feet to the place of beginning.

And the East 20.00 feet of Lot 2 of Block 3 of Valley View Subdivision, as the same is shown on the official plat thereof on file in the office of the County Recorder of Washington County, Idaho.

And a non-assignable easement across the West 60 feet of the SW1/4NW1/4 of Section 29, Township 11 North, Range 5 West, Boise Meridian, Washington County, Idaho as granted in Deed recorded February 5, 2003 as Instrument No. 188589, Official Records.

Together with the appurtenances thereunto belonging or in anywise appertaining.

ARTICLE VI

The annual business meeting of said corporation shall be held in Weiser, Idaho, at such place and on such date as the Board of Directors shall determine, or when a suitable building for the purpose is erected, then on said real estate as hereinbefore described, by the second Wednesday in the month of May of each year, at such hour as the Board shall fix. The time and place of such annual meeting shall be made known to all voting members of said corporation by mail at least five days prior to such meeting. The mode of election of directors at such annual business meeting shall be by majority ballot of all voting memberships present at such meeting. One-third of the directors shall be elected in the said annual business meeting of the corporation each year and shall hold office for three consecutive years, or until their successors shall have been elected and qualified. In case of vacancy in said Board of Directors the remaining members of the Board shall at a meeting duly held appoint a member to fill the vacancy for the unexpired term.

ARTICLE IX

That no real estate owned by the corporation shall be sold, absent the approval of such sale at duly noticed membership meeting by a majority vote of the memberships voted. A certificate shall be attached to any deed to property owned by the corporation which certificate shall provide the certification by the Secretary and President of the corporation that the sale of such real estate has been approved as required by this Article.

ARTICLE XI

This corporation is a non-profit corporation, and is organized pursuant to the provisions of Section 501(c)(7) of the Internal Revenue Code of 1986, and no part of the net earnings of this corporation shall inure to the benefit of any membership holder.

ARTICLE XII

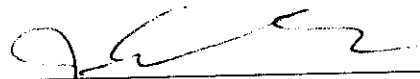
Upon dissolution of the corporation, all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a State or local government, for a public purpose. Any such assets not so

disposed of shall be disposed of by a court of competent jurisdiction of Washington County, State of Idaho, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

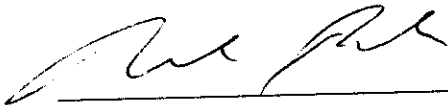
4. The amendments were adopted at a special meeting on April 26, 2004.
5. The amendments consist of matters other than those described in Section 30-3-90 Idaho Code, and were therefore adopted by the members.
 - A. The number of members entitled to vote was 3,403.
 - B. The number of members that voted for each amendment was 2,606.
 - C. The number of members that voted against each amendment was 0.

Dated this 12th day of May, 2004.

WEISER GOLF ASSOCIATION, INC.


By: Jay Edwards, President

Attest:


Nick Bokides, Secretary