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AGREEMENT OF MERGER OF THE YOUNG WOMENS CHRISTIAN ASSOCIATION
OF TWIN FALLS, IDAHO, INC., AN IDAHO NON-PROFIT CORPORATION,
AND THE MAGIC VALLEY COMMUNITY YOUNG MENS CHRISTIAN
ASSOCIATION, INC., AN IDAHO NON-PROFIT CORPORATION

THIS AGREEMENT OF MERGER, made and entered into by
and between THE YOUNG WOMENS CHRISTIAN ASSOCIATION OF TWIN
FALLS, IDAHO, hereinafter referred to as the "YWCA", an Idaho
non-profit corporation, and THE MAGIC VALLEY COMMUNITY YOUNG
MENS CHRISTIAN ASSOCIATION, INC., hereinafter referred to as
"YMCA", an Idaho non-profit corporation,

WITNESSETH AS FOLLOWS:

1. The "YWCA" is an Idaho non-profit corporation
with its registered office located at 1751 Elizabeth Boulevard,
Twin Falls, State of Idaho; and,
2. The "YMCA" is an Idaho non-profit organization
with its registered office located at 1751 Elizabeth Boulevard,
Twin Falls, State of Idaho, and whereas neither the "YWCA"
nor the "YMCA" is authorized to issue stock; and,
3. The "YWCA" and "YMCA" have occupied and currently
jointly occupy the same building and facilities located at
1751 Elizabeth Boulevard, Twin Falls, State of Idaho, and currently
jointly use said building and facilities for the corporate
purposes and endeavors of both organizations and whereas the
joint use of said building and facilities by the two separate
non-profit organizations have caused serious difficulties between
the two organizations as to the management and control of said
building and facilities, and the use and scheduling of said
building, and which have resulted in financial difficulties
for both organizations; and,
4. The respective Boards of Directors of the "YWCA"
and the "YMCA" deem it adviseable and to the advantage, welfare

and best interests of both corporations and their respective members to merge the "YWCA" into the "YMCA", pursuant to the provisions of Idaho Code, Title 30, and more specifically, Idaho Code §30-151, §30-155, §30-1001, and §30-1110:

NOW, THEREFORE, and in consideration of the mutual agreement of the parties hereto, being duly authorized by the affirmative act of a majority of the members of the Board of Directors of the "YWCA" and by the affirmative act of a majority of the members of the Board of Directors of the "YMCA", this Agreement of merger and the terms and conditions thereof and the method of carrying the same into effect are hereby determined and agreed upon.

I.

The "YWCA" of Twin Falls, Idaho, shall merge into the "YMCA" of Twin Falls, Idaho, and become affiliated with the National Council of Young Men's Christian Association, and the "YMCA" shall be the surviving corporation.

II.

Subsequent to this Agreement becoming effective, a general meeting shall be held for the purpose of amending the Articles of Incorporation and By-Laws of the "YMCA" of Twin Falls, to provide that the name of the "YMCA" of Twin Falls shall be changed to the Young Family Christian Association of Magic Valley.

III.

Upon this Agreement becoming effective all assets, funds and property of the "YWCA", both legal and equitable, are hereby assigned to the "YMCA", provided that the "YMCA" be exempt under §501(c)(3) of the Internal Revenue Code, or any similar or corresponding provisions of future Federal Internal Revenue regulations, without any further act or deed.

IV.

The "YMCA" of Twin Falls shall be responsible for all the liabilities and obligations of both the "YWCA" and the "YMCA", upon this Agreement becoming effective, in the same manner as if the "YMCA" had itself incurred such liabilities or obligations.

V.

The current 1978 Board of Directors and officers of the "YWCA" of Twin Falls shall be empowered to take the necessary legal and organizational steps to bring about this reorganization and merger and the current 1978 Board of Directors and officers of the "YMCA" shall be empowered to take the necessary steps to bring about this reorganization and merger.

VI.

All the members in good standing of both corporations shall be members in good standing of the "YMCA".

VII.

This Agreement shall become effective upon fulfillment of all the requirements of the State of Idaho and the filing of this Agreement as provided by Idaho Code §30-151 through Idaho Code §30-154 and any other applicable statutes of the State of Idaho.

SUBSCRIBED TO by the undersigned, being a majority of the Board of Directors of the Young Womens Christian Association of Twin Falls, Idaho, Inc., an Idaho corporation.

Dated:

June 23, 1978
Mary Dodson
Mary Dodson
Route 1, Box 181
Hansen, Idaho 83334

Dated:

June 16, 1978
Bonnie Clifford
Bonnie Clifford
735 Rim View Drive
Twin Falls, Idaho 83301

Dated:

June 23, 1978
Ronnie Fraelich
Ronnie Fraelich
759 Newport
Twin Falls, Idaho 83301

Dated: June 20, 1978
Jo Anne Kusy
Jo Anne Kusy
Desert View Drive
Twin Falls, Idaho 83301

Dated: July 4, 1978
Susan Porter-McClard
Susan Porter-McClard
P.O. Box 33
Twin Falls, Idaho 83301

Dated: June 27th, 1978
Dorothy Miller
Dorothy Miller
637 Madison Circle
Twin Falls, Idaho 83301

Dated: June 27, 1978
Kathy Noh
Kathy Noh
Route 1
Kimberly, Idaho 83341

Dated: June 31, 1978
Jeanette Ruebel
Jeanette Ruebel
701 East Ave. A.
Jerome, Idaho 83338

Dated: June 21, 1978
Orriette Sinclair
Orriette Sinclair
P.O. Box 249
Twin Falls, Idaho 83301

Dated: June 15, 1978
Pam Watts
Pam Watts
2306 Castle Drive
Twin Falls, Idaho 83301

Dated: June 15, 1978
Gina Wirt
Gina Wirt
1723 Julie Lane
Twin Falls, Idaho 83301

SUBSCRIBED TO by the undersigned, being a majority
of the Board of Directors of the Magic Valley Community Young
Mens Christian Association, Inc., an Idaho corporation.

Dated: 6/16/78

Dave Cooper
Dave Cooper
P.O. Box 394
Twin Falls, Idaho 83301

Dated: 6/16/78

Rod Swartling
Rod Swartling
2176 Addison Ave. East
Twin Falls, Idaho 83301

Dated: 6/16/78

Rex Leforgee
Rex Leforgee
P.O. Box 1292
Twin Falls, Idaho 83301

Dated: 6/20/78

Jay Sudweeks
Jay Sudweeks
P.O. Box 1846
Twin Falls, Idaho 83301

Dated: 6-23-78

Donna M. Stalley
Donna M. Stalley
Route 3, Highlawn Drive
Twin Falls, Idaho 83301

Dated: 6-16-78

Dave Holinka
Dave Holinka
891 Lawrence
Twin Falls, Idaho 83301

Dated: 7/3/78

Michael Miller
Michael Miller
387 Heyburn Ave. West
Twin Falls, Idaho 83301

Dated: June 20, 1978

Darwin Boyle
Darwin Boyle
695 Sunrise Blvd. North
Twin Falls, Idaho 83301

Dated: 6/15/78

Chuck Upton
Chuck Upton
1575 Princeton Drive
Twin Falls, Idaho 83301

Dated: 6/21/78

Jerry E. Ellis
Jerry E. Ellis
P.O. Box 869
Twin Falls, Idaho 83301

Dated: June 20th, 1978

Donna L. Kyle
Donna E. Kyle
Route 3, Skyline Drive
Twin Falls, Idaho 83301

CERTIFICATION

The undersigned officers of the constituent corporations hereby certify that the foregoing Agreement was duly approved by a majority of the 1978 Board of Directors of both corporations; and that after written notice of the time, place and purposes of meetings of each organization had been duly mailed, pursuant to the statutes of the State of Idaho and the Articles of Incorporation, Constitution and By-Laws of each corporation, prior to said meeting, to each member entitled to vote in each corporation, addressed to his or her last known post office address, separate meetings of the members of the constituent corporations were held, and two-thirds (2/3) of the members of the "YWCA", present in person, approved this Agreement, and two-thirds (2/3) of the members of the "YMCA", present in person or by written proxy, approved this Agreement and authorized its execution.

IN WITNESS WHEREOF, the respective officers of the constituent corporations have executed this Agreement on the _____ day of May, 1978.

YOUNG WOMENS CHRISTIAN ASSOCIATION
OF TWIN FALLS, IDAHO, INC.


President


Secretary

MAGIC VALLEY COMMUNITY YOUNG MENS
CHRISTIAN ASSOCIATION, INC.


President


Secretary

STATE OF IDAHO)
(ss.
County of Twin Falls)

On this 10th day of ~~May~~ ^{August}, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared Susan Bates McCall, known to me to be the President of the Young Womens Christian Association of Twin Falls, Idaho, Inc., 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 official seal, the day and year in this certificate first above written.

Monte B. Carlson
NOTARY PUBLIC
Residence: Twin Falls, Idaho

STATE OF IDAHO)
(ss.
County of Twin Falls)

On this 10th day of ~~May~~ ^{August}, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared Pam Watts, known to me to be the Secretary of the Young Womens Christian Association of Twin Falls, Idaho, Inc., 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 official seal, the day and year in this certificate first above written.

Monte B. Carlson
NOTARY PUBLIC
Residence: Twin Falls, Idaho

STATE OF IDAHO)
(ss.
County of Twin Falls)

On this 6 day of ^{October}~~May~~, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared R. D. Swartling, known to me to be the President of the Magic Valley Community Young Mens Christian Association, Inc., 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 official seal, the day and year in this certificate first above written.

Betty Cerniga
NOTARY PUBLIC
Residence: Twin Falls, Idaho

STATE OF IDAHO)
(ss.
County of Twin Falls)

On this 17th day of ^{OCTOBER}~~May~~, 1978, before me, the undersigned, a Notary Public in and for said State, personally appeared REX S. LEFORGEE, known to me to be the Secretary of the Magic Valley Community Young Mens Christian Association, Inc., 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 official seal, the day and year in this certificate first above written.

Gary E. Evans
NOTARY PUBLIC
Residence: Twin Falls, Idaho