

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

MCCALL FOLKLORE SOCIETY, INC.

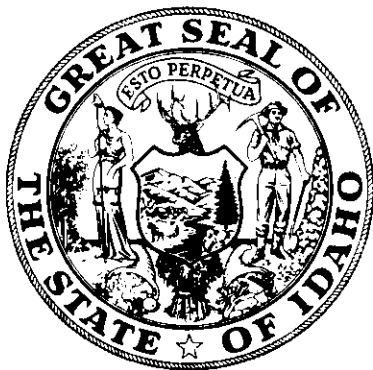
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

MCCALL FOLKLORE SOCIETY, INC.

duly signed and verified pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated March 22, 19 90.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF AMENDMENT FOR
McCALL FOLKLORE SOCIETY, INC.
A NON-PROFIT CORPORATION

May 14 9
May 22 1980
SECRETARY OF STATE
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I.

The NAME of the Corporation shall be the McCALL FOLKLORE SOCIETY, INC.

II.

The Articles of Incorporation for the above-named Non-Profit Corporation are hereby amended to add the following provisions:

A. The Corporation is organized and will be operated exclusively for charitable, educational and literary purposes, including but not limited to the promotion and preservation of folk arts and historic lore in Central Idaho, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, or as the same may be subsequently amended.

This corporation shall not engage in any form of trade or commerce, or carry on any activity which will result in a remunerative profit to the corporation or to its members. Any income or profits received by this corporation shall be applied only to the nonprofit purposes and objectives of the corporation, and no part of the income shall inure to the benefit of any officer or member thereof.

Subject to the foregoing limitations, and in accordance with the objects hereinabove set forth, the objects, purposes, business and pursuits of this corporation shall be as follows:

To receive gifts and grants of money and property of every kind and to administer the same for cultural, charitable, educational, social welfare and civic uses and improvement, and to do anything necessary or proper for the accomplishment of these purposes.

To enter into, make and perform and carry out contracts of every sort and kind with any person, firm, association or corporation, municipality, "body politic", country, territory, district, state and government.

To purchase, subscribe for or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including but not limited to shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities, contracts, or obligations or any corporation or corporations, association or associations, domestic or foreign, and to pay therefor in whole or in part in cash or by exchanging

therefor stocks, bonds, or other evidences of indebtedness of security of this or any other corporation, and while the owner or holder of any such real or personal property, stock, bonds, debentures, notes, evidences of indebtedness or other securities, contract, or obligations, to receive, collect and dispose of the interest, dividends and income arising from such property, and to possess and exercise in respect thereto, all the rights, powers and privileges of ownership, including all voting powers.

To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, and other negotiable or transferable instruments.

In the purchase of acquisition of property, business, rights or franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

To carry on any other activities which may seem to the corporation capable of being conveniently carried on in connection with its affairs or calculated directly or indirectly to enhance the value of or render profitable any of the corporation's property or rights.

The said corporation may perform any part of its business outside the State of Idaho, in the other states, in the District of Columbia, territories or, Possessions, or dependencies of the United States.

To do each and all things set forth herein to the same extent and as fully as natural persons might do or could do in the State of Idaho, and in any other state, county or place.

The foregoing clauses shall be construed as objects, purposes and powers; and it is hereby expressly provided that any enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

To do all and everything necessary, suitable, and "proper" for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes or any

part or parts thereof provided the same be not inconsistent with the laws under which this corporation is organized.

B. Upon the winding up and the dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

This organization is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) or (b) by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, (or the corresponding provision of any future United States Internal Revenue law).

C. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on:

(1) By a corporation exempt from the Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any further United States Internal Revenue Law); or,

(2) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Codes of 1954 (or the corresponding provisions of any further United States Internal Revenue Law).

III.

On July 19, 1989, the members and Board of Directors of the Corporation met, pursuant to notice. A quorum of the Board and membership was present. The above-recited amendment was presented and adopted by motion duly made, seconded and unanimously approved.

DATED this 1 day of September, 1989.

Signed:

PRESIDENT

JOHN GOODWIN

SECRETARY

PEGGY CONWAY

STATE OF IDAHO }
COUNTY OF Ada } SS

I, Debbie R. Farnsworth, a notary public, do hereby
certify that on this 14th day of March, 19 90,
personally appeared before me Peggy Conway, who, being by me
first duly sworn, declared that he is the Secretary of
MCCALL FOLKLORE SOCIETY, INC.,
that he signed the foregoing document as Secretary of
the corporation, and that the statements therein contained are true.

(Notarial Seal)

Debbie R. Farnsworth
Notary Public for Idaho
Residing at: Boise, ID
My Commission Expires: 11-28-91