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**SECRETARY OF STATE
STATE OF IDAHO**

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF THE
ZETA DELTA TRUST COMPANY**

The undersigned, acting as the Board of Directors of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Amended Articles of Incorporation ("Articles").

1. The name of the Corporation is:

ZETA DELTA TRUST COMPANY

2. The text of each amended article is set forth below in Articles I - XI.

3. The date of the adoption of the amendments was June 5, 2016.

4. Each Amendment consists exclusively of matters which do not require member approval pursuant to Section 30-30-705 of the Idaho Code, and was, therefore, adopted by the Board of Directors:

- a. The number of Directors entitled to vote is Four.
- b. The number of Directors that voted for each amendment was Four.
- c. The number of Directors that voted against each amendment was Zero.

Article I: Name.

The name of the Corporation is:

ZETA DELTA TRUST COMPANY

Article II: Nonprofit Status.

The Corporation is a nonprofit corporation.

Article III: Period of Duration.

The period of duration of the Corporation is perpetual.

IDAHO SECRETARY OF STATE

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Article IV: Registered Office and Agent.

The location of the Corporation is 35475 Pheasant Loop Road, in the City of Lewiston, County of Nez Perce, and in the State of Idaho. The address of the registered office is: 4820 West Bond Street, Boise, ID 83706 and the name of the initial registered agent at this address is Joseph D. Mallet.

Article V: Purposes.

The Corporation is organized and operated exclusively for the advancement of fraternal, educational, charitable and scientific purposes within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (7) of the Internal Revenue Code, or the corresponding section of any future federal tax code, to perform any and all lawful acts which may be necessary, useful, suitable or proper for the furtherance or accomplishment of the purposes of the Corporation, including but not limited to the following:

A. To secure for its members the advantages of fraternal association and to further the interests of the University of Idaho, the Sigma Nu Fraternity and the Delta Omicron Chapter of Sigma Nu Fraternity, Inc. in every way possible; as a part of the general purpose, to establish and maintain a residence house for members of the fraternal who are students of the University of Idaho who are pledges or active members of Sigma Nu Fraternity at Moscow, Idaho.

B. To promote, build, acquire, manage, operate, own, accept, hold, dispose of, sell, convey, lease, or make loans, grants, or pledges of any property, or any interest therein or proceeds therefrom, without limitation as to kind, amount or value, all in furtherance of the general purpose stated above.

C. To borrow money and mortgage property or grant security interests in any such property for any purpose for which the Corporation is organized, to issue notes or other forms of indebtedness to secure any of its obligations.

D. No substantial part of the activities of the Corporation shall be to carry on propaganda, to attempt to influence legislation, or to participate or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office;

E. to exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

Article VI: Limitations

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation (a) exempt from federal income tax under Section 501(c)(7) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VII: Members

The corporation shall have members, none of whom shall be voting members except as may be provided in the By-Laws of the Corporation or pursuant to direction of the Board of Directors.

Article VIII: Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Each director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the Board of Directors are:

NAME AND ADDRESS

Bryan Bentz – President
35475 Pheasant Loop Road
Lewiston, ID 83501

Joe Mallet – Vice-President
4820 W. Bond St.
Boise, ID 83706

Joe Travis – Treasurer
3617 9th St.
Lewiston, ID 83501

Brian Pollard – Secretary
3876 E. Pecan St
Boise, ID 83716

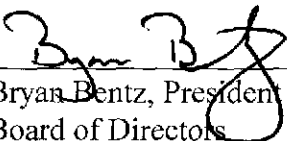
Article IX: Distribution on Dissolution.

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 that time qualify as exempt organizations under Section 501(c)(7) of the Internal Revenue Code of 1996, 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 distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine which are organized and operated exclusively for such purposes.

Article XI: Bylaws

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this 9th day of June, 2016.

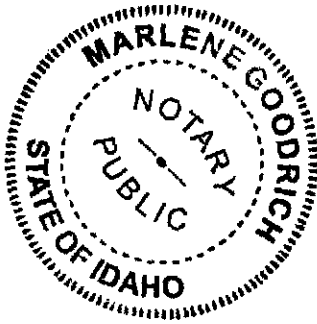


Bryan Bentz, President
Board of Directors

State of IDAHO

County of Nez Perce

On this 9 day of June, in the year 2016, before me, the undersigned, a Notary Public in and for said State, personally appeared Brian Bentz, known or identified to me to be the President of Zeta Delta Trust Company who executed the instrument on behalf of said Corporation and acknowledged to me that such Corporation executed the same.



Marlene Goodrich

Notary Public for

Residing in Lewiston, ID Nez Perce Co.

My commission expires: 4-20-20