

FILED EFFECTIVE

**AMENDED AND RESTATED ARTICLES OF AMENDMENT
OF
FOCUS ON ABILITIES IDAHO CORP**

2016 FEB -3 AM 8: 57
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, in order to form a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, hereby signs, verifies, and submits the following Amended and Restated Articles of Incorporation.

ARTICLE 1: NAME. The name of the Corporation as originally filed is:
FOCUS ON ABILITIES IDAHO CORP

The name of the Corporation is hereby changed to
FOCUS ON ABILITIES IDAHO, INC.

(hereinafter referred to as the "Corporation").

ARTICLE 2: PURPOSE. Focus on Abilities Idaho, Inc. is dedicated to creating and enhancing purposeful living and gainful employment through maximizing talents, capturing what is positive, and development through learning for the developmentally disabled in the community.

ARTICLE 3: The initial address of the registered office is
8590 W Fairview, Boise, ID 83704

and the initial registered agent at such address is
Bonnie Sauser.

ARTICLE 4: The board of directors shall consist of no fewer than three (3) people. The names and address of the initial directors are:

Toni Thompson, 2723 W Pebble Stone Ct, Meridian, ID 83646
Mary Thomas, 14452 W Sedona Dr, Boise, ID 83706
Anita Elderkin, 1921 S Cressida Pl, Boise, ID 83709

ARTICLE 5: The name and address of the incorporator is:
Ellen Hampton, 9521 W Irving, Boise, ID 83704.

ARTICLE 6: DURATION: The Corporation shall have perpetual existence.

ARTICLE 7: MEMBERS. The Corporation shall not have voting members within the meaning of the Idaho Nonprofit Corporation Act. The Corporation may nevertheless classify certain donors or other persons associated with the corporation as "members" but such person shall not be members as defined in the Idaho Nonprofit Corporation Act and shall only have the membership rights and privileges provided in the bylaws of the corporation.

ARTICLE 8: TERMINATION. Upon the winding up and dissolution of the Corporation, all assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to the Special Olympics Idaho, Inc., an Idaho nonprofit corporation

AMENDMENT AND RESTATED ARTICLES OF AMENDMENT (cont'd.)

recognized as exempt under Section 501(c)3 of the Internal Revenue code, or an organization or organizations recognized as exempt under Section 501(c)3 of the code and used exclusively to accomplish the purposes for which this Corporation is organized.

ARTICLE 9: LIMITATIONS.

9.1 EXEMPT STATUS. All of the purposes and powers of the Corporation shall be carried out and exercised exclusively in such manner that the Corporation shall qualify as an exempt organization under Section 501(c)3 of the Internal Revenue code and that contributions to the Corporation shall be deductible under Section 170(c)(2) of the Internal Revenue code.

9.2 POLITICAL ACTIVITIES. No substantial part of the activities of the Corporation shall be the attempt to influence legislation, except as otherwise permitted to an organization described in Section 501(c)3 of the Internal Revenue Code. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), and political campaign on behalf of (or in opposition to) any candidate for public office.

9.3 PRIVATE INUREMENT. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons; except that the Corporation may pay reasonable compensation for services rendered to it and make payments and distributions in furtherance of its purposes.

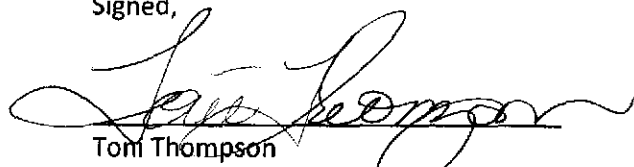
9.4 PROHIBITED ACTIVITIES. Notwithstanding any other provision of the Articles the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt for federal income tax under Section 501(c)3 of the code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the code.

Manner of adoption: Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-30-705 Idaho code, as was, therefore, adopted by the board of directors:

- a. The number of directors entitled to vote was: 3
- b. The number of directors that voted for each amendment was: 3
- c. The number of directors that voted against each amendment was : 0

The foregoing Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors of the Corporation effective January 18, 2016.

Signed,


Tom Thompson
Chairman of the Board of Directors

IDAHO SECRETARY OF STATE

02/03/2016 05:00

CK:1077 CT:319842 BH:1511856

1@ 30.00 = 30.00 NON PROF A #2