



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

HERITAGE PLACE, INC.

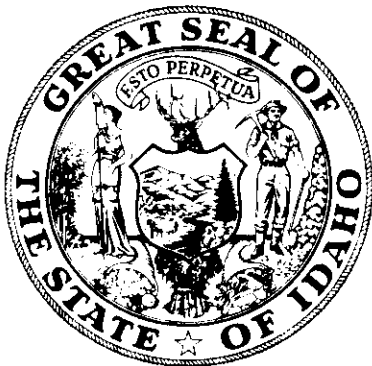
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

HERITAGE PLACE, 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 October 25, 19 79.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

FILED

CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION
79 OCT 25 AM 8 35

of
HERITAGE PLACE, INC.

SECRETARY OF
STATE

WE, the undersigned, Gordon Samuelson, president and Lorna Sears, secretary of Heritage Place, Inc., a corporation organized and existing under and by virtue of the laws of the State of Idaho, do hereby certify as follows:

That by unanimous consent of the members of said corporation dated the 24th day of July, 1979, did adopt the following resolution, to-wit:

RESOLVED, that Article V of the articles of incorporation of Heritage Place, Inc. be amended to read as follows:

That the purposes for which this corporation is formed and the business and objects to be carried on and promoted by it are as follows:

a. To provide elderly persons and handicapped persons with housing facilities and services specially designed to meet their physical, social and psychological needs, and to promote their health, security, happiness and usefulness in longer living, the charges for such facilities and services to be predicated upon the provision, maintenance and operation thereof on a nonprofit basis.

b. The corporation is irrevocably dedicated to and operated exclusively for, nonprofit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of, any individual.

c. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (C) (3) of the Internal Revenue Code of the United States.

RESOLVED, that Article VI of the articles of incorporation of Heritage Place, Inc. be amended to read as follows:

The corporation is empowered:

a. To buy, acquire by gift, own, sell, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article V hereof.


b. To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.

c. To do and perform all acts reasonably necessary to accomplish the purposes of the corporation, including the execution of a Regulatory Agreement with the Secretary of Housing and Urban Development, and of such other instruments and undertakings as may be necessary to enable the corporation to secure the benefits of financing under Section 202 of the Housing Act of 1959. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the corporation, its successors and assigns, so long as a mortgage on the corporation's property is held by the Secretary of Housing and Urban Development.

d. In the event of the dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, the corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property, and all assets remaining after the payment of the corporation's debt shall be conveyed or distributed only to an organization or organizations created and operated for nonprofit purposes similar to those of the corporation: PROVIDED, however, that the corporation shall at all times have the power to convey any or all of its property to the Secretary of Housing and Urban Development.

If the named recipient or its successor, however, is not then in existence or is no longer exempt from federal income tax, or is unwilling or unable to accept the distribution, then the assets shall be distributed to an organization which has established its tax exempt status under Section 501 (C) (3) of the Internal Revenue Code of the United States.

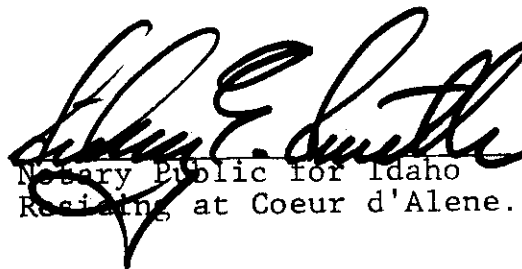
IN WITNESS WHEREOF, we have hereunto subscribed our hands and seal this 22nd day of October, 1979.


Gordon Samuelson, President


Lorna Sears, Secretary

STATE OF IDAHO)
 ss.
County of Kootenai)

I, Sidney E. Smith, a notary public, do hereby certify that on this 22nd day of October, 1979, personally appeared before me Gordon Samuelson, who, being by me first duly sworn, declared that he is the president of Heritage Place, Inc., that he signed the foregoing document as president of the corporation, and that the statements therein contained are true.


Notary Public for Idaho
Residing at Coeur d'Alene.