

# State of Idaho

## Department of State

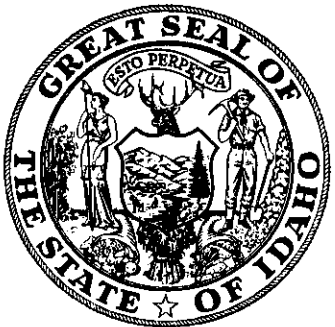
### CERTIFICATE OF AMENDMENT OF

UPPER VALLEY BOARD OF REALTORS, 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 UPPER VALLEY BOARD OF REALTORS, INC., changing the corporate name to UPPER VALLEY ASSOCIATION OF REALTORS, 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: August 21, 1992



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Shay J. Clark*

Aug 21 9 01 AM '92  
SECRETARY OF STATE  
STATE OF IDAHO

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
of  
UPPER VALLEY ASSOCIATION OF REALTORS, INC.  
(Formerly Upper Valley Board of Realtors, Inc.)

A Nonprofit Corporation

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KNOW ALL MEN BY THESE PRESENTS:

At a special meeting held on April 23, 1992, at which a quorum of members were present and by unanimous vote (a majority) the within Amended and Restated Articles of Incorporation were adopted.

1. Name.

The name of this nonprofit corporation is UPPER VALLEY ASSOCIATION OF REALTORS, INC.

2. Nonprofit Corporation.

This corporation is a nonprofit corporation organized under the Idaho Nonprofit Corporation Act.

3. Duration.

This nonprofit corporation shall have perpetual duration.

4. Purposes.

This nonprofit corporation is formed for the following purposes:

- a. To unite those engaged in the recognized branches of the real estate profession in the area of Teton, Madison, and Fremont Counties, Idaho, for the purpose of exerting a beneficial influence upon the profession and related interests.
- b. To promote and maintain high standards of conduct in the real estate profession as expressed in the Code of Ethics of the National Association of Realtors.

c. To provide a unified medium for real estate owners and those engaged in the real estate profession whereby their interests may be safeguarded and advanced.

d. To further the interest of home and other real property ownership.

e. To unite those engaged in the real estate profession in this community with the Idaho Association of Realtors, Inc. and the National Association of Realtors, thereby furthering their own objectives throughout the state and nation, and obtaining the benefits and privileges of membership therein.

f. To designate, for the benefit of the public, those individuals, within its jurisdiction authorized to use the terms REALTOR and REALTORS as licensed, prescribed and controlled by the National Association of Realtors.

To achieve the specific purposes listed above, this nonprofit corporation shall have all power to perform those functions authorized for nonprofit corporations by the Idaho Nonprofit Corporations Act including those functions and powers specifically enumerated in §30-307, Idaho Code.

5. Membership.

The corporation shall have members and qualification and procedure for admission to membership shall be as set forth in the Bylaws of the corporation.

6. Registered Agent and Office.

The name of the registered agent and the name of the registered office of the corporation on the date of these Amended and Restated Articles of Incorporation is Jill Beckley, 305 West Main, Rexburg, Idaho 83440.

7. Directors.

The Board of Directors shall consist of four directors whose names and addresses as of the date of these Amended and Restated Articles of Incorporation are as follows:

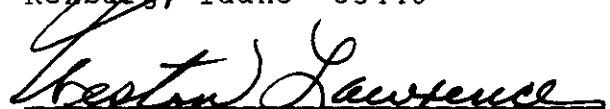
<u>NAME</u>	<u>ADDRESS</u>
<u>Dale Walker</u>	<u>477 Linden Avenue</u> Rexburg, Idaho 83440
<u>Weston Lawrence</u>	<u>1144 South 1000 West</u> Rexburg, Idaho 83440
<u>Diana Shaw</u>	<u>234 West First South</u> Rexburg, Idaho 83440
<u>Mary Lee Hill</u>	<u>266 Nez Perce Avenue</u> Rexburg, Idaho 83440

8. Incorporators.


The names and addresses of the original incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Val Dietrich	Route 1 Rexburg, Idaho 83440
Barry Genta	60 North Second East Rexburg, Idaho 83440
Reed Larson	138 Aries Rexburg, Idaho 83440
Keith Peterson	124 West Main Rexburg, Idaho 83440

  
Dale Walker

  
Weston Lawrence

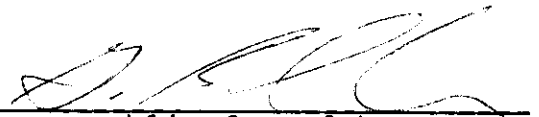
  
Diana Shaw

  
Mary Lee Hill


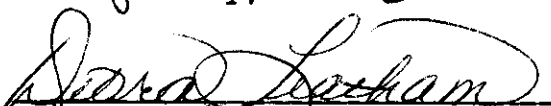
STATE OF IDAHO,        )  
                                  ss.  
County of Madison. )

On this 23rd day of April, 1992, before me, the undersigned, a Notary Public in and for said State, personally appeared Dale Walker, Weston Lawrence, Diana Shaw and Mary Lee Hill, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they 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.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Rexburg, Idaho  
My Commission Expires 11-15-93


Jill Beckley, President of Upper Valley Association of Realtors, Inc., and Debra Leatham, Secretary of Upper Valley Association of Realtors, Inc., do hereby certify that the above Amended and Restated Articles of Incorporation were adopted at a special meeting of the membership of the Association held on April 23, 1992, at which the amendments were approved by unanimous vote of the quorum of the membership present.

  
\_\_\_\_\_  
Jill Beckley, President  
  
\_\_\_\_\_  
Debra Leatham, Secretary

VERIFICATION

STATE OF IDAHO            )  
                                  )ss.  
County of Madison.    )

I, G. Rich Andrus, a notary public, do hereby certify that on this 23rd day of April, 1992, personally appeared before me Jill Beckley and Debra Leatham who, being by me first duly sworn, declared that they are the President and Secretary respectively of Upper Valley Association of Realtors, Inc., that they signed the foregoing document as President and Secretary of the corporation, and that the statements therein contained are true.

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at Rexburg, Idaho  
Commission Expires 11-15-93