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ARTICLE I

NAME OF THE CORPORATION

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SECRETARY OF STATE
STATE OF IDAHO

ARTICLE II

STATUS

ARTICLE III

PERIOD OF DURATION

ARTICLE IV PURPOSES

The purposes for which the Corporation is organized and will be operated shall be for any lawful purpose, including, but not limited to the following:

- A. To improve and maintain the quality of justice in the State of Idaho.
- B. To improve and maintain the quality of the delivery of criminal defense legal services, with emphasis on continuing legal education, new technology, and current practices in the profession.
- C. To act as a clearing house and a public information center for matters affecting delivery of effective criminal defense legal services.
- D. To engage in and to assist in negotiations, litigation, and other proceedings involving or affecting the practice of criminal defense law.
- E. To conduct and sponsor research and pilot programs to provide criminal defense legal services.

- F. To maintain close contact and cooperation with the National Association of Criminal Defense Lawyers, the American Bar Association, Criminal Justice Section, and other state and local criminal defense lawyer associations.
- G. To provide criminal defense lawyers with legal representation.
- H. To carry on nonpartisan legislative activity to further the purposes of the Corporation.
- I. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes. 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 V LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its 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 IV hereof. 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 exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE VI NO MEMBERS

The corporation shall not have any members.

ARTICLE VII REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the registered office is 303 W. Bannock, Boise, Idaho 83702, and the name of the registered agent at this address is David Z. Nevin.

ARTICLE VIII ELECTION OF 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. Other than the Directors constituting the initial Board of Directors, who

are designated in these Articles, the Directors shall be elected in the manner and for the term provided in the Bylaws of the Corporation.

ARTICLE IX INCORPORATORS AND INITIAL BOARD OF DIRECTORS

The names and street addresses of each incorporator and the persons constituting the initial Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Van G. Bishop	624 3rd Street South Nampa, ID 83651
David Z. Nevin	623 West Hays Boise, ID 83702
Paul L. Westberg	733 North 7th Street Boise, ID 83702
Thomas J. McCabe	733 North 7th Street Boise, ID 83702
John Radin	520 D. Street Idaho Falls, ID 83405
William J. Tway	515 West Hays Boise, ID 83702
Michael J. Wood	P.O. Box 126 Twin Falls, ID 83303

ARTICLE X 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)(6) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. 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 to be consistent with the purposes of the Corporation.

**ARTICLE XI
BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

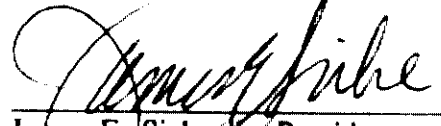
**ARTICLE XI
DATE OF MEETING AND QUORUM**

The date of the meeting of Members at which the foregoing Restated Articles of Incorporation were adopted was February 19, 1998. The number of Members of the Corporation present at the meeting in person or by proxy was 37, which constitutes a quorum.

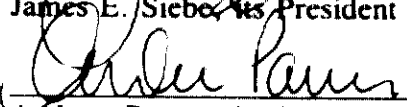
**ARTICLE XII
VOTE ON RESTATEMENT OF ARTICLES OF INCORPORATION**

The number of Members voting for the restatement of the Articles of Incorporation was 33 and the number of Members voting against the restatement of the Articles of Incorporation was 4. The Restated Articles of Incorporation were adopted by a majority of the votes that Members present at the meeting in person or by proxy were entitled to cast.

Dated: March 16, 1998



James E. Sieber, its President



Andrew Parnes, its Secretary

Idaho Attorneys for Criminal Justice

P.O. Box 2047
Boise, ID 83720

(208) 343-1000
Fax (208) 343-8274

BOARD OF DIRECTORS

David Z. Nevin, President • James E. Siebe, Vice President • Tim Grosbeck, Secretary/Treasurer
Michael E. Wood, Immediate Past President

D. Fredrick Hoopes
John M. Adams
Keith A. Zollinger
Andrew Parnes
S. Richard Rubin
Elizabeth Burr-Jones
Klaus Wiebe

April 24, 1998

Debi C. Preshler
Executive Director
(208) 343-1000
(208) 345-8274

VIA FAX - 334-2847

Secretary of State
Corporations
Statehouse Mail
Boise, ID 83720

Dear Alisa:

I accept the position of Registered Agent for Idaho Attorneys for
Criminal Justice, Inc.

Thank you for your assistance.

Sincerely,



David Z. Nevin