



Department of State.

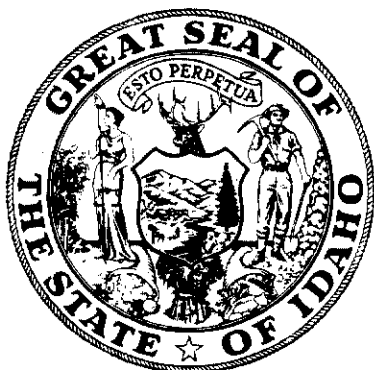
**CERTIFICATE OF AMENDMENT
OF**

SANDPOINT HIGH SCHOOL ALUMNI & FRIENDS ASSOCIATION INCORPORATED

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 _____ **SANDPOINT HIGH SCHOOL ALUMNI & FRIENDS ASSOCIATION INCORPORATED** 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 28** _____, 19 **87** _____.



Pete T. Cenarrusa

SECRETARY OF STATE

Shirley Clark

Corporation Clerk

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Sandpoint, Idaho
October 11, 1987

RE: SANDPOINT HIGH SCHOOL ALUMNI & FRIENDS ASSOCIATION INCORPORATED

SUBJECT: To amend the ARTICLES OF INCORPORATION.

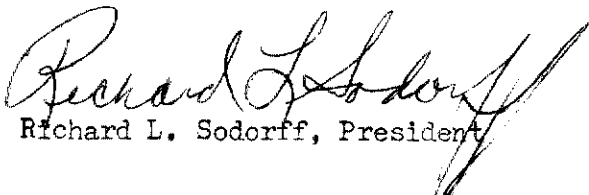
On October 9, 1987 the Board of Directors voted unanimously
to amend the articles by adding to Article II the following.

"Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax exempt status under section 501 (c) (3) of the Internal Revenue Code."

"This organization is organized exclusively for charitable purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code."

"Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law." This amendment was voted on October 9, 1987 and is to take effect as of that date.

The Board of Directors are the only people who are members at this time.


Richard L. Sodorff, President


Edith Ann McCormick
Secretary-Treasurer

STATE OF IDAHO }
COUNTY OF BONNER

I, LISA A. MENDENHALL, a notary public, do hereby
certify that on this 13 day of October 19 87,
personally appeared before me Richard L. Sodoff, who being by me
first duly sworn, declared that he is the President of
Sandpoint High School Alumni + Friends Association
that he signed the foregoing document as President Inc.
of the corporation, and that statements therein contained are true.

(Notarial Seal)

Lisa A. Mendenhall
Notary Public for Idaho
Residing at: Sandpoint
My commission Expires: Sept. 26, 1992