

FILED EFFECTIVE

SECOND AMENDED AND RESTATED

2013 JUN -5 PM 2: 01

ARTICLES OF INCORPORATION

SECRETARY OF STATE
STATE OF IDAHO

OF

NEIGHBORHOOD HOUSING SERVICES, INC.

ARTICLE I

NAME OF THE CORPORATION

The name of the Corporation is Neighborhood Housing Services, Inc.

ARTICLE II

STATUS

The Corporation is a nonprofit corporation.

ARTICLE III

PERIOD OF DURATION

The period of its duration is perpetual.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The registered office of the Corporation is 3380 W. Americana Terrace, Suite 120, Boise, Idaho 83706. . The name and address of the registered agent is:: Fredric Shoemaker, 950 W. Bannock St, Suite 950, Boise, Idaho 83702.

ARTICLE V

PURPOSES

This Corporation is organized for the following purposes:

- A. To renew pride, restore confidence, promote reinvestment and revitalize neighborhoods in various locations throughout the State of Idaho through the efforts of local residents acting in concert with financial institutions, corporate enterprises and the business community, foundations and local governments, and to provide safe, decent, affordable, and accessible housing to low- and moderate-income persons.

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- B. To engage in any activity incidental or conducive to the attainment of the purpose of this Corporation.
- C. To engage in any or all lawful purposes for which the Corporation may be incorporated under the Idaho Nonprofit Corporation Act.

This Corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by any organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI NO MEMBERS

The Corporation shall not have any members.

ARTICLE VII 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, which number shall be no fewer than three (3). The number of Directors may be as many as twelve(12), of which at least one-third (1/3) of the Directors shall be either: (i) residents of or business owners within low-income neighborhoods (AMI of less than 80%), (ii) other low-income community residents (AMI of less than 80%), or (iii) elected representatives of low-income neighborhood organizations; and of which no more than one-third (1/3) of the Directors shall be public officials, employees of the State of Idaho, county, city or other local governmental entities or persons appointed by such a governmental entity or public official. The Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The name and address of the persons who are serving as Directors until the next meeting of the Board of Directors and until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Rachel Anderson	9896 W. Carolina Drive, Boise, ID 83709
Jack Nowatzki	1750 W. Front Street, Suite 150, Boise, ID 83702
Marc Lebowitz	9550 West Bethel Court, Boise, ID 83709
Bradley Lish	100 N. 9th Street, Boise, ID 83702
Flyer Seabrook	2814 W. Woodlawn Avenue, Boise, ID 83702
Shaun Tracy	1420 W. Washington Street, Boise, ID 83716
Bob Shepard	6126 W. State St., Suite 312, Boise, ID 83703
Shirley Randolph	3003 N. Overlook Rd. #1, Boise ID 83704

Erin Sorensen
Genie Sue Weppner
Alison N. Gillespie
Jennifer Yost

912 N. 28th Street, Boise, ID 83702
P. O. Box 83720, Boise, ID 83720
250 South 5th, Suite 800, Boise, ID 83702
9 – 12th Avenue South, Nampa, ID 83651

ARTICLE VIII
BYLAWS

The Board of Directors is expressly authorized to alter, amend or repeal the Bylaws of the Corporation and to adopt new Bylaws by a majority vote of the acting Directors.

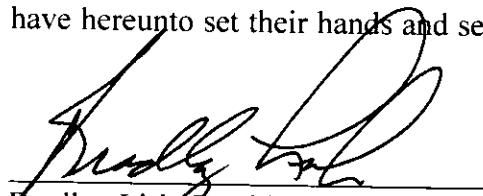
ARTICLE IX
WINDING UP

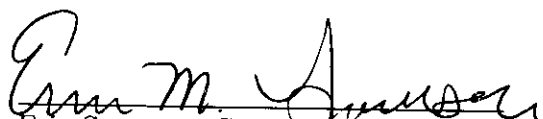
Upon the winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE X
APPROVAL AND ADOPTION

This Second Amended and Restated Articles of Incorporation ("Amendment") consists of matters other than those described in Section 30-3-90, Idaho Code, and was therefore approved and adopted by the affirmative vote of more than two-thirds (2/3) of the Board of Directors at a regular meeting of the Corporation. The date of adoption of the Amendment was April 29, 2013. The number of Directors entitled to vote was twelve. The number of Directors who voted for the Amendment was eight (four members absent). The number of Directors who voted against the Amendment was zero.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 29th day of April, 2013.


Bradley Lish, President


Erin Sorensen, Secretary