



# ARTICLES OF AMENDMENT (Non-profit)

To the Secretary of State of the State of Idaho  
Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned  
non-profit corporation amends its articles of incorporation as  
follows:

**FILED EFFECTIVE**  
2003 AUG -1 A 8:46

SECRETARY OF STATE  
STATE OF IDAHO

1. The name of the corporation is:

Hope Foundation Ministries Inc.

2. The text of each amendment is as follows:

See Attached Amendments

3. The date of adoption of the amendment(s) was: 6.11.03

4. Manner of adoption (check one):

- ☒ Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. (Please fill spaces below)
- a. The number of directors entitled to vote was: 4
- b. The number of directors that voted for each amendment was: 4
- c. The number of directors that voted against each amendment was: 0

- ☐ The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was, therefore adopted by the members. (Please fill spaces below)

a. The number of members entitled to vote was: \_\_\_\_\_

b. The number of members that voted for each amendment was: \_\_\_\_\_

c. The number of members that voted against each amendment was: \_\_\_\_\_

Dated: 6/22/03

Signature: Sherril Gizinski

Typed Name: Sherril Gizinski

Capacity: President

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE  
08/05/2003 05:00  
CK: NO CK # CT: 172031 BH: 694677  
1 @ 30.00 = 30.00 NON PROF A # 2

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**FILED EFFECTIVE**

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CLERK OF STATE  
STATE OF IDAHO

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**  
**OF**

**HOPE FOUNDATION MINISTRIES INTERNATIONAL, INC.**

The undersigned, acting as the initial and current Board of Directors of Hope Foundation Ministries, Inc. ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Amended Articles of Incorporation ("Articles").

**ARTICLE I Name.**

The name of the Corporation is Hope Foundation Ministries International, Inc.

**ARTICLE II Nonprofit Status.**

The Corporation is a nonprofit corporation.

**ARTICLE III Period of Duration.**

The period of duration of the Corporation is perpetual.

**ARTICLE IV Registered Office and Agent.**

The location of the Corporation is in the City of Nampa, County of Canyon, and in the State of Idaho. The address of the initial registered office is 1032 Heartland Drive, Nampa, Idaho 83686, and the name of the initial registered agent at this address is ~~Linda~~ Smith.

**ARTICLE V Purposes.**

The purposes for which the Corporation is organized and will be operated are as follows:

A. Engage in ministry, humanitarian service and humanitarian operations in order to help and encourage individuals and groups.

B. Charitable, religious, educational, or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. 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 VI Limitations.**

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, 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 V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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)(3) of the Internal Revenue Code of 1986, as amended from time to time.

#### **ARTICLE VII No Members.**

The Corporation shall not have any members.

#### **ARTICLE VIII 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. Each Director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, 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 names and street addresses of the persons constituting the initial Board of Directors are as stated in the original Articles of Incorporation filed with the Idaho Secretary of State on or about November 12, 2002.

#### **ARTICLE IX 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. In doing so, the Board of Directors shall distribute such assets among so many of the following nonprofit organizations; Children of Promise International, currently of Alma, Missouri (but only if it shall at that time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time) or such other organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) 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.

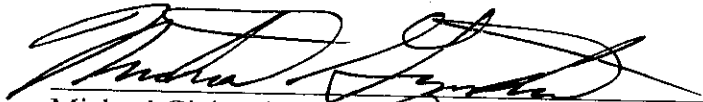
#### **ARTICLE X Incorporators.**


The name and street address of the incorporators are Michael Gizinski and Sherril Gizinski, HC 75, Box 3558, New Meadows, Idaho 83654.

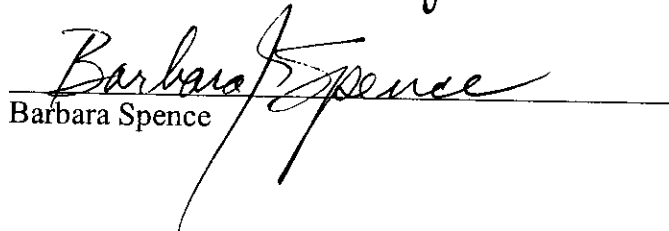
#### **ARTICLE XI Bylaws.**

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

DATED this 11 day of June 2003.

  
Michael Gizinski

  
Sherril Gizinski

  
Barbara Spence