

State of Idaho

Department of State

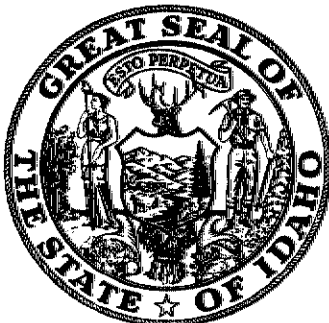
CERTIFICATE OF AMENDMENT OF

SUNRISE SHELTER, INC.
File Number C 102910

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 SUNRISE SHELTER, INC., duly signed 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: May 8, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Andy J. Clark*

MAY 8 6 32 AM '96

SECRETARY OF STATE
STATE OF IDAHO

AMENDED
ARTICLES OF INCORPORATION
OF
SUNRISE SHELTER, INC.

IDAHO SECRETARY OF STATE
DATE 05/08/1996 0900 60785

CK #: 712 CUST# 34010

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KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned² being three (3) natural persons of legal age, all of whom are citizens of the United States or of its territories or possessions, have this day voluntarily associated ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and to that end hereby adopt Articles of Incorporation as follows:

ARTICLE I

That the name of this Corporation shall be SUNRISE SHELTER, INC.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

The purpose or purposes for which this corporation is to operate and maintain a non-profit shelter for victims of domestic violence and their children, and any other lawful purposes not prohibited by law.

ARTICLE IV

There shall be one class of members, known as regular members. Regular members shall be those persons who volunteer their time or labor at the shelter. Additionally, to be a

member, the Board of Directors must approve the membership by a majority vote of the three directors. Members are entitled to one vote per person in any election or question brought before the annual meeting of the corporation in accordance with the by-laws.

ARTICLE V

The initial Board of Directors to serve until the first election of directors held by the members of the corporation shall consist of three persons, whose names and addresses are: Karen A. Zulkosky, Patricia M. Steiger and Richard L. Carl, all of whom reside at 1015 Idaho Street, P.O. Box 128, Kamiah, Idaho 83536.

ARTICLE VI

The business affairs of the corporation shall be managed by a Board of Directors which will be elected for a period of one year, and should be nominated and elected by the members at the annual meeting of the corporation.

ARTICLE VII

The officers of the corporation shall be a President, a Vice-President and a Secretary/Treasurer. The officers will be elected by the members at the annual meeting of the corporation.

ARTICLE VIII

Sunrise Shelter, Inc. is organized as a non-profit corporation.

ARTICLE IX

The address of the initial registered office and the name of

the initial registered agent at such address is: Karen A. Zulkosky of 1015 Idaho Street, P.O. Box 128, Kamiah, Idaho 83536.

ARTICLE X

The name and address of each incorporator is: Karen A. Zulkosky, Patricia M. Steiger, and Richard L. Carl, all of whom reside at 1015 Idaho Street, P.O. Box 128, Kamiah, Idaho 83536.

ARTICLE XI

The corporation shall have all the corporate powers enumerated in the Non-profit Corporation Act and the Idaho Business Corporation Act, as applicable.

ARTICLE XII

This organization is organized exclusively for charitable and 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 (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States or Internal Revenue law) or (b) by corporation contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States or Internal Revenue law).

ARTICLE XIII

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of

Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future tax code), or shall be distributed to the federal government, or to a State or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the District Court of the county in which the principal officer of the corporation is located, exclusively for such purposes or to such organization or organizations, as the court shall determine, which are organized and operated for such purposes.

ARTICLE XIV

These Amended Articles of Incorporation were adopted at a meeting of the directors and members on January 3, 1996. There were three members who were entitled to vote and three members voted in favor of the amendments.

The vote of the members and directors approved the amendment of the Articles of Incorporation by amending Article XII, and adding Article XIII and Article XIV.

IN WITNESS WHEREOF, we have signed and acknowledged these Articles of Incorporation this 3rd day of January, 1996.


KAREN A. ZULROSKY


PATRICIA M. STEIGER


RICHARD L. CARL

STATE OF IDAHO)
County of Lewis) ss.

On this 3RD day of May, 1996, before me the undersigned, a Notary Public for the State of Idaho, personally appeared KAREN A. ZULKOSKY, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this day first above written.

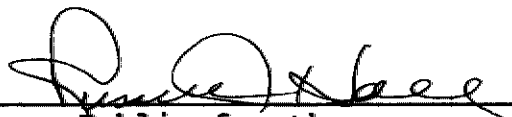


Notary Public for the
State of Idaho.
My commission expires 1-15-97.

STATE OF IDAHO)
County of LEWIS) ss.

On this 3 day of ~~April~~ May, 1996, before me the undersigned, a Notary Public for the State of Idaho, personally appeared RICHARD L. CARL, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this day first above written.



Notary Public for the
State of Idaho.
My commission expires 9-13-97.

STATE OF IDAHO)
County of Lewis) ss.

On this 3RD day of May, 1996, before me the undersigned, a Notary Public for the State of Idaho, personally appeared PATRICIA M. STEIGER, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this day first above written.

Marsha Hall
Notary Public for the
State of Idaho.
My commission expires 1-15-97.