

State of Idaho

Department of State.

CERTIFICATE OF AMENDMENT OF

PAYETTE CHURCH OF CHRIST, INC.

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 _____

PAYETTE CHURCH OF CHRIST, INC.

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.

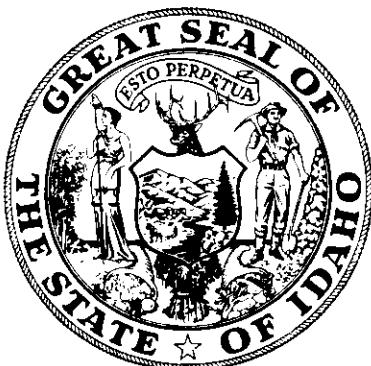
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated August 22, 19 83.



SECRETARY OF STATE

Corporation Clerk



AUG 22 1983

STATE OF IDAHO

ARTICLES OF AMENDMENT

to the

ARTICLES OF INCORPORATION

and

RESTATED ARTICLES OF INCORPORATION

of

PAYETTE CHURCH OF CHRIST, INC.

Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is PAYETTE CHURCH OF CHRIST, INC.

SECOND: The following amendments of the Articles of Incorporation were adopted by the incorporator(s) of the corporation on the 17th day of August, 1983, in the manner prescribed by the Idaho Business Corporation Act:

(1) "ARTICLE IV." of the Articles of Incorporation is hereby amended to read:

ARTICLE IV

Purposes

The corporation is exclusively for religious and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(2) The following are added:

ARTICLE V

Activities

No part of the net earnings of the corporation

d ARTICLES OF AMENDMENT AND
RESTATED ARTICLES OF INCORPORATION

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 IV" hereof. No substantial part of the activities of the corporation shall be 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 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 the 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 a corporation, 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).

ARTICLE VI

Distribution of Assets Upon Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious and charitable purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

(3) "ARTICLE V" of the Articles of Incorporation becomes "ARTICLE VII"; "ARTICLE VI" of the Articles of Incorporation becomes "ARTICLE VIII"; and "ARTICLE VII" of the Articles of Incorporation becomes "ARTICLE IX".

THIRD: The number of shares of the corporation outstanding at the time of such adoption was none; and the number of shares entitled to vote thereon was none.

Pursuant to the foregoing amendments and the provisions of Sections 30-1-59, 30-1-61, and 30-1-64 of the Idaho Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its incorporator(s), hereby adopts the following Restated Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be PAYETTE CHURCH OF CHRIST, INC.

ARTICLE II

Nonprofit corporation

The corporation is a non-profit corporation.

ARTICLE III

Duration

The period of its duration is perpetual.

ARTICLE IV

Purposes

The corporation is exclusively for religious and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

Activities

No part of the net earnings 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 IV" hereof. No substantial part of the activities of the corporation shall be 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 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 the 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 a corporation, 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).

ARTICLE VI

Distribution of Assets Upon Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the

corporation in such manner, or to such organization or organizations organized and operated exclusively for religious and charitable purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII

Place of Business

The address of the initial registered office of the corporation is 138 South 9th Street, Payette, Idaho 83661. The initial registered agent at such address is Danny F. Thompson.

ARTICLE VIII.

Board of Directors

The number of directors constituting the initial board of directors of the corporation is four (4), and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and shall qualify are:

Thomas Hughes

621 Third Street
Fruitland, ID 83619

James E. Pierce

759 Northwest 8th
Ontario, OR 97914

Marlos Jimison

1403 Savannah Street
Caldwell, ID 83605

John A. Beebe

2252 Terrace Drive
Payette, ID 83661

ARTICLE IX.

Incorporator

The incorporator of this corporation is:

John A. Beebe

2252 Terrace Drive
Payette, ID 83661

The foregoing Restated Articles of Incorporation correctly set forth, without change, the corresponding provisions of the Articles of Incorporation as heretofore amended, and supersede the original Articles of Incorporation and all amendments thereto.

DATED this 17th day of August, 1983.

PAYETTE CHURCH OF CHRIST, INC.

STATE OF IDAHO

By:

John A. Beebe
Its Incorporator

County of Payette

)
: ss:

I, GLENN M. LEE, a Notary Public, do hereby certify that on this 17th day of August, 1983, personally appeared before me JOHN A. BEEBE, who, being by me first duly sworn, declared that he is the incorporator of PAYETTE CHURCH OF CHRIST, INC., that he signed the foregoing document as incorporator of the corporation, and that the statements therein contained are true.

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

Glenn M. L.
Notary Public for said State
Residing at: Grindel