

**CERTIFICATE OF ADOPTION OF  
RESTATED ARTICLES OF INCORPORATION  
COUNTRY ROOTS PRESERVATION GROUP, INC.  
(Non-Profit)**

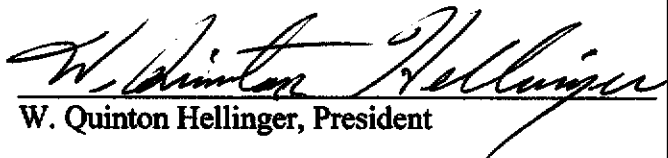
08 DEC 18 AM 10:43  
SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, in order to restate its Articles of Incorporation as a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submit the following CERTIFICATE OF ADOPTION OF RESTATED ARTICLES OF INCORPORATION to the Secretary of State of the State of Idaho.


- 1: The name of the corporation is: Country Roots Preservation Group, Inc.
- 2: The Restatement of the Articles of Incorporation does not contain any amendment to the articles requiring approval by the members or any other person other than the Board. However, the Board of Directors does include all members of the corporation.
- 3: The Board of Directors unanimously adopted the Restated Articles of Incorporation on December 14<sup>th</sup>, 2008.
- 4: The Board of Directors of the corporation state that these duly adopted Restated Articles of Incorporation supersede the original articles of incorporation, and all amendments thereto.
- 5: The Board requests the Secretary of State of the State of Idaho to certify the Restated Articles of Incorporation as the articles of incorporation currently in effect for this corporation.

Executed this 14<sup>th</sup> day of December, 2008.

**By and For the Board of Directors:**

  
W. Quinton Hellinger, President

  
Donovan M. Hellinger, Vice-President

  
M. Marie Hellinger, Secretary/Treasurer

CERTIFICATE OF ADOPTION OF  
RESTATED ARTICLES OF INCORPORATION - NON-PROFIT,  
COUNTRY ROOTS PRESERVATION GROUP, INC. - 1

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**RESTATED ARTICLES OF INCORPORATION  
COUNTRY ROOTS PRESERVATION GROUP, INC.**

**(Non-Profit)**

08 DEC 18 AM 10:43

The undersigned, in order to restate its Articles of Incorporation as a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submit the following RESTATED ARTICLES OF INCORPORATION to the Secretary of State of the State of Idaho.

SECRETARY OF STATE  
STATE OF IDAHO

**Article 1:** The name of the corporation shall be: Country Roots Preservation Group, Inc.

**Article 2:** The purpose for which the corporation is organized is: Preservation and support of Country Music, music generally, public education, and all lawful purposes.

**Article 3:** The street address of the registered office is: 1070 Dailey Road, Potlatch, ID 83855, and the registered agent at such address is: M. Marie Hellinger.

**Article 4:** The board of directors shall consist of no fewer than three (3) people. The names and addresses of the initial directors are:

M. Marie Hellinger, 1070 Dailey Road, Potlatch, ID 83855  
W. Quinton Hellinger, 1070 Dailey Road, Potlatch, ID 83855  
Donovan Hellinger, 1951 Grinnell Rd, Garfield, WA 99130  
Arthur E. Swanson, P.O. Box 1661, Kalama, WA 98625

**Article 5:** The name and address of the incorporator: M. Marie Hellinger, 1070 Dailey Road, Potlatch, ID 83855.

**Article 6:** The mailing address of the corporation shall be: 1070 Dailey Road, Potlatch, ID 83855.

**Article 7:** The corporation does have voting members.

**Article 8:** The corporation is organized exclusively for charitable, religious, educational, and scientific 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, or the corresponding section of any future federal tax code.

**Article 9:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 2 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 or in opposition to 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 federal income tax under section

501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**Article 10:** Upon the dissolution of the 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 the corresponding section of any future federal tax code, or shall be distributed to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

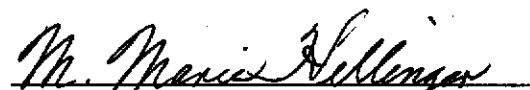
These RESTATED ARTICLES OF INCORPORATION were adopted by a unanimous resolution of the Board of Directors, which Board also includes all current members of the Corporation, at a meeting held on December 14<sup>th</sup>, 2008

Executed this 14<sup>th</sup> day of December, 2008.

**By and For the Board of Directors:**

  
\_\_\_\_\_  
W. Quinton Hellinger, President

  
\_\_\_\_\_  
Donovan M. Hellinger, Vice-President

  
\_\_\_\_\_  
M. Marie Hellinger, Secretary/Treasurer