

State of Idaho

Department of State

CERTIFICATE OF AMENDMENT OF

STUDENT LOAN FUND OF IDAHO MARKETING ASSOCIATION, 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 STUDENT LOAN FUND OF IDAHO MARKETING ASSOCIATION, 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: March 17, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

[Signature]

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
STUDENT LOAN FUND OF IDAHO MARKETING ASSOCIATION, INC.

May 19 10 20 AM '92
SECRETARY OF STATE

Pursuant to provisions of Section 30-326, Idaho Code, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Student Loan Fund of Idaho Marketing Association, Inc.

SECOND: The following amendments to the Articles of Incorporation were adopted by the Board of Directors of the corporation on March 13, 1992, in the manner prescribed by Section 30-326, Idaho Code, so as to amend the Articles to read as follows:

1. Amend Article Four to read as follows:

ARTICLE FOUR
PURPOSES

This Association is established and shall be operated exclusively for the purpose of acquiring student loan notes incurred under the Higher Education Act of 1965. It is not organized for a pecuniary profit. It shall devote any income (after payment of expenses, debt service, and the creation of reserves for the same) to the purchase of additional student loan notes or to pay over any income to the United States Government to the extent required by Section 150(d) of the Internal Revenue Code.

2. Amend Article Nine to read as follows:

ARTICLE NINE
ELECTION OF DIRECTORS, ETC.

The number, qualifications and term of office of the directors shall be prescribed by the bylaws and the new directors shall be elected by the existing directors pursuant to I.C. § 30-314(f).

THIRD: The above amendments to the Articles of Incorporation were adopted by unanimous vote of all of the members of the corporation and all of the members of the Board of Directors at a special meeting of the members and Board of Directors held pursuant to notice on March 13, 1992.

[END OF PAGE 2.]

DATED: March 13, 1992.

DIRECTORS OF STUDENT LOAN FUND OF
IDAHO MARKETING ASSOCIATION, INC.

By Stephen E. Maloney
Stephen E. Maloney

By Lewis M. Hall
Lewis M. Hall

By Carrol Lee Lawhorn
Carrol Lee Lawhorn

By Hal W. Turner
Hal W. Turner

By John L. Magdier
John L. Magdier

V E R I F I C A T I O N

STATE OF IDAHO)
) ss.
County of Ada)

I, Robert G. Hamlin, a notary public, do hereby certify that on this 13th day of March, 1992, personally appeared before me Carrol Lee Lawhorn and Stephen E. Maloney who, being by me first duly sworn, declared that they are the Secretary and President respectively of Student Loan Fund of Idaho Marketing Association, Inc., that they signed the foregoing document as the Secretary and President of the corporation, and that the statements therein contained are true.

Robert G. Hamlin
Residing at: Boise
My commission expires: 1-10-95

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