



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:

2007 AUG -6 AM 9:10

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:
High Arctic Institute, Inc.

If the corporation has been administratively dissolved and the corporate name is no longer available for use, the amendment(s) below must include a change of corporate name.

2. The text of each amendment is as follows:

See attached page.

3. The date of adoption of the amendment(s) was: 2 August 2007

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: 3
 - b. The number of directors that voted for each amendment was: 3
 - 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: 3 August 2007

Signature: Kurt K. Burnham

Typed Name: Kurt K. Burnham

Capacity: President and CEO

Customer Acct #.

(if using pre-paid account)

Secretary of State use only

g:\corporate\forms\articles of amendment_rfp.pdf Revised 10/26/03

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IDAHO SECRETARY OF STATE
08/06/2007 05:00
CK: 1850 CT: 287109 BH: 1069138
1 @ 30.00 = 30.00 NON PROF A # 2
1 @ 20.00 = 20.00 NON EXPD # 3

Amendment 1: The Purpose for which the corporation is organized.

The High Arctic Institute, Inc. is exclusively organized for scientific purposes. Science will focus on research in the Arctic, particularly Greenland, with activities and any potential employees based out of the United States. Research topics will primarily focus on the scientific research and conservation of Peregrine and Gyrfalcons, although scientific research on sea birds and other species may occur depending upon funding opportunities.

Amendment 2: Financial distribution and/or earnings.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, directors, or other private persons. However, the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the scientific purposes set forth in Amendment 1 (see above). No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in, to include the publishing or distribution of statements, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Amendment 3: Dissolution of assets.

Upon dissolution of the High Arctic Institute, Inc., 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 federal tax code, or to a federal, state, or local government, for a public purpose. If this does not occur assets shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is located at that time. The Common Court of Pleas shall dispose of assets exclusively for the purpose or to such organization/s as which are organized and operated exclusively for such purposes. The Common Court of Pleas shall determine what organization/s in this instance. Currently should the High Arctic Institute, Inc., dissolve assets should be distributed to The Peregrine Fund, Inc., 5668 West Flying Hawk Lane, Boise, Idaho, 83709, which is a registered 501(c)(3), EIN number 23-1969973.

*Text for above Amendments primarily provided by Internal Revenue Service.