

88746

State of Idaho

Department of State

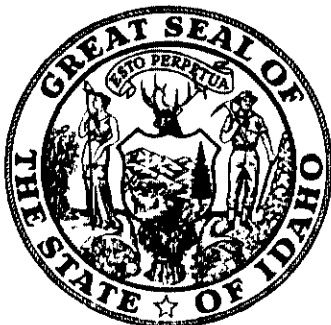
CERTIFICATE OF AMENDMENT OF

GREATER ST. JOE DEVELOPMENT FOUNDATION, 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 GREATER ST. JOE DEVELOPMENT FOUNDATION, 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: October 5, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Bowers*

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

RECEIVED
SEC. OF STATE

92 OCT 5 AM 10 33

GREATER ST. JOE DEVELOPMENT FOUNDATION, INC.

Pursuant to the provisions of Section 30-327 of the Idaho Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Greater St. Joe Development Foundation, Inc.

SECOND: The following amendments of the Articles of Incorporation were adopted by the Board of Directors of the corporation on September 16, 1992, at a special meeting of the Board of Directors of the corporation, who constitute all of the members of the corporation with a quorum being present, by unanimous vote, in the manner prescribed by the Idaho Nonprofit Corporation Act:

Article IV of the Articles of Incorporation is amended to read:

"This corporation does not contemplate pecuniary gain or profit to the members thereof and the purpose for which this corporation is formed is not for profit. This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code."

Article XII of the Articles of Incorporation is amended to read:

"Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which as established its tax exempt status under section 501(c)(3) of the Internal Revenue Code."

Article XIII shall be added to the Articles of Incorporation to read:

"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 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)."

DATED this 31st day of September, 1992.

ATTEST:

GREATER ST. JOE DEVELOPMENT
FOUNDATION, INC.

BY:

Dan Hammes
Dan Hammes, Secretary

BY:

Archie McGregor
Archie McGregor, President

STATE OF IDAHO)
) ss.
County of Benewah)

THIS IS TO CERTIFY that before me, the undersigned notary public in and for the State of Idaho, personally appeared Dan Hammes and Archie McGregor, known or identified to be the Secretary and President respectively of the Greater St. Joe Development Foundation, Inc., and being first duly sworn acknowledged to me that they have read the same, are familiar with the facts therein stated, and that the same are true and correct to the best of their knowledge and belief, and that they executed the same on behalf of the Greater St. Joe Development Foundation, Inc.

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

David L. Hill
Notary Public in and for Idaho
Residing at: St. Maries, Idaho
Commission expires: 3/1/93