

**FILED EFFECTIVE**

**FIRST AMENDED <sup>& Restated</sup> ARTICLES OF INCORPORATION**  
**OF**  
**IDAHO FALLS BUSINESS ASSISTANCE CORPORATION**

2015 JAN 15 PM 3: 59

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, acting as the Board of Directors of Idaho Falls Business Assistance Corporation, a corporation organized under the Idaho Nonprofit Corporation Act, hereby adopt the following First Amended <sup>& Restated</sup> Articles of Incorporation for the corporation pursuant to the Act:

**ARTICLE ONE**

**NAME**

The name of the corporation is Idaho Falls Business Assistance Corporation.

**ARTICLE TWO**

**NONPROFIT CORPORATION**

The corporation is a nonprofit corporation.

**ARTICLE THREE**

**DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE FOUR**

**PURPOSES, POWERS & DISSOLUTION**

The purposes of the corporation and its powers are the following:

- a) To manage, administer and operate a revolving loan fund for the City of Idaho Falls, Idaho, a municipal corporation;

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- b) To create jobs and employment opportunities for the general public and to foster and promote economic opportunity;
- c) To engage in any other business activity consistent with the Idaho Nonprofit Corporation Act as may be directed by the Mayor of the City of Idaho Falls; and
- d) To accomplish its purposes and business activity consistent with its tax exempt status pursuant to IRS Sec. 501(c)(4).

## ARTICLE FIVE

### MEMBERSHIP

The corporation shall have no voting members or shareholders. There are no classes of membership, only a Board of Directors who shall conduct the business of the corporation.

## ARTICLE SIX

### DISSOLUTION

Upon dissolution of the corporation, any and all assets thereof shall be distributed to the City of Idaho Falls, Idaho, a municipal corporation or at the City's direction, transferred to a similar non-profit corporation having tax exempt status.

## ARTICLE SEVEN

### BOARD OF DIRECTORS

The number of directors of this corporation shall be that number designated by the Board of Directors from time to time as set forth in the bylaws, but no fewer than three (3) and no more than nine (9). The names and addresses of the persons who are currently serving as directors until their successors are appointed and shall qualify are:

<u>Name</u>	<u>Address</u>
Kirk Larsen	2797 South 25 <sup>th</sup> East Ammon, ID 83406
Bruce Turner	U.S. Bank, 330 Shoup Avenue Idaho Falls, ID 83402
Jeff Osgood	4983 Chimney Rock Drive Idaho Falls, ID 83406
Lisa Farris	680 Park Avenue Idaho Falls, ID 83402

## ARTICLE EIGHT

### REGISTERED OFFICE AND AGENT

The location and address of the registered office of the corporation is 680 Park Avenue, Idaho Falls, Idaho 83402 and the name of the registered agent of the corporation at such address is Lisa Farris.

## ARTICLE NINE

### INDEMNIFICATION

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by the Idaho Non-profit Corporation Act and the Idaho Business Corporation Act.

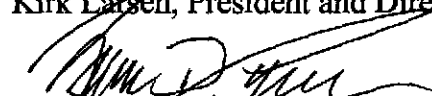
ARTICLE TEN

AMENDMENT

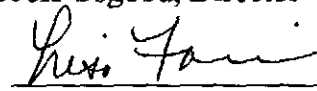
All amendments to these Articles shall require approval of the Board of  
Directors.

IN WITNESS WHEREOF, we have hereunto set our hands this 28<sup>th</sup> day of  
October, 2014.

  
Kirk Larsen, President and Director

  
Bruce Turner, Vice President and Director

  
Jeff Osgood, Director

  
Lisa Farris, Treasurer/Secretary

IDAHO SECRETARY OF STATE  
01/15/2015 05:00  
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