

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

~~I, ARNOLD WILLIAMS,~~ **LOUIS E. CLAY**, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

ASSOCIATION OF CHEFS DE CUISINE OF IDAHO, INC.,

was filed in the office of the Secretary of State on the Twenty-eighth day of July A. D. One Thousand Nine Hundred Sixty-six and ~~is~~ will be duly recorded on Film No. Maratta of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for perpetual existence from the date hereof, with its registered office in this State located at Boise, in the County of Ada, and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 28th day of July, A.D., 1966.

Secretary of State.

ARTICLES OF INCORPORATION
OF
ASSOCIATION OF CHEFS DE CUISINE OF IDAHO, INC.

* * * * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of full age, citizens of the United States of America and residents of the State of Idaho, have this day voluntarily associated ourselves together and do hereby and by these Articles of Incorporation unite and associate ourselves together for the purpose of forming a corporation under the laws of the State of Idaho according to and in compliance with Chapter 10, Title 30, Idaho Code, for the purposes hereinafter stated:

ARTICLE I.

The name of this corporation shall be ASSOCIATION OF CHEFS DE CUISINE OF IDAHO, INC.

ARTICLE II.

The term for which this corporation shall exist shall be in perpetuity.

ARTICLE III.

The location and post office address of the registered office of this corporation in the State of Idaho shall be Boise, Ada County, Idaho.

ARTICLE IV.

The objects and purposes for which this corporation is formed shall be and are:

A. The advancement of the general interests of the profession of chefs, including improvement in preparation, cooking and dispensing of all foods and beverages and the

serving thereof.

B. To further all interests of mutual benefit for the members of the association.

C. To stimulate the public's interest in the artistic ability, dexterity and enterprise of professional chefs in dietetics and serving of foods.

D. To establish a code of ethics for the benefit of all professional chefs.

E. To purchase, own, lease, hold, improve, sell, and convey such real estate and to construct, lease, and maintain thereon such buildings or other improvements as shall be necessary or proper for conducting the business of this corporation, either within or without the State of Idaho; and to buy, own, lease, improve, sell or convey such other real estate as shall be acquired by this corporation in the conduct of its business and purposes.

F. To purchase, own, hold, vote, sell or hypothecate the stocks and bonds of other corporations and to take in the name of this corporation such stocks, bonds, mortgages, notes, deeds, conveyances or other evidence of indebtedness, ownership, title or security as may be acquired by this corporation in the usual and ordinary transaction of its business and purposes.

G. To borrow money in the name of this corporation in such amounts as the members may determine and issue as evidence thereof notes, bonds or other evidence of indebtedness of this corporation, and to secure the payment of the same, when required, by mortgages, trust deeds, pledges, and other conveyance of all or any portion of its property, real or personal.

H. To enter into any and all contracts and obligations of any type or kind essential, necessary, or proper to

the transaction of its ordinary affairs and for the purposes of the corporation.

I. To carry out the objects and purposes for which this corporation is formed, as principal, agents, or otherwise, to the extent as natural persons might do.

J. To conduct the business of this corporation as herein set out at any place or places within the State of Idaho or in any other state or territory of the United States as the Board of Directors may from time to time determine.

K. It is the intention of the incorporators of this organization that the foregoing clauses shall be construed both as objects and powers, and the foregoing enumeration of specific powers shall not be construed to limit or restrict in any manner the powers of the corporation, except as those powers are limited and restricted by Chapter 10, Title 30, Idaho Code; but that said corporation shall have the power to do all and everything necessary, suitable, convenient, or proper for the accomplishment of any of its purposes or the attainment of any one or more of the objects herein enumerated or incidental to the powers herein named or which shall, at any time, appear conducive or expedient for the protection or benefit of the corporation, and this to the same extent and as fully as natural persons might or could do.

ARTICLE V.

The right and interest of all members shall be equal.

ARTICLE VI.

The corporation shall be governed by a board of directors or trustees of not less than three nor more than fifteen in number as set forth in the By-Laws of the corporation.

The names and post office addresses of each of the incorporators are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------------|---------------------------------|
| Carl Jonsson | 1330 Chase St., Boise, Idaho |
| Earle T. Killingbeck | 2908 Gem St., Boise, Idaho |
| E. E. Holt | 5631 Overland Rd., Boise, Idaho |
| Herb F. Fischer | 3921 Catalina Rd., Boise, Idaho |
| Ernest L. Hughes | 8888 Preece Dr., Boise, Idaho |

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 26th day of July, 1966.

Carl Jonsson

Earle T. Killingbeck
E. E. Holt
~~Herb F. Fischer~~

Herb F. Fischer

Ernest L. Hughes

STATE OF IDAHO)
 :ss.
County of Ada)

On this 26 day of July, 1966, before me,
the undersigned, a Notary Public in and for said state,
personally appeared CARL JONSSON , EARLE T.
KILLINGBECK, , E. E. HOLT,
HERB F. FISCHER and ERNEST L. HUGHES ,
known to me to be the persons whose names are subscribed to
the within instrument, and acknowledged to me that they executed
the same.

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

Elaine Reed
Notary Public for Idaho
Residing at Boise, Idaho