



Department of State.

CERTIFICATE OF INCORPORATION

I, JAS. H. YOUNG, 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

THE MIRACLE MILE MERCHANTS ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **Twenty-eighth** day
of **August** A. D. One Thousand Nine Hundred **Fifty-eight** and
is duly recorded on Film No. **103** 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
Coeur d'Alene in the County of **Kootenai**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive 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 **August**,
A.D., 19**58**.

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, over twenty-one years of age and citizens of the State of Idaho and the United States of America, hereby voluntarily associate ourselves together to form and establish a Corporation not for profit, under the laws of the State of Idaho.

ARTICLE I.

The name of the Corporation shall be: "THE MIRACLE MILE MERCHANTS ASSOCIATION, INC."

ARTICLE II.

The purposes for which this corporation are formed are as follows:

1. To associate business and professional men and women in the service of their community, State, and Nation.
2. To inculcate civic consciousness in its membership by active participation in constructive projects for the betterment of the community.
3. To maintain, advance and support the development of the community.
4. To lease, purchase, have, hold, use, and take possession of and enjoy in fee simple or otherwise, any personal or real property necessary for the uses and purposes of the corporation; and to sell, lease, deed, trust, alien or dispose of, mortgage, contract to buy and contract to sell at the pleasure of the corporation and for the uses and purposes for which said corporation is formed, and to buy and sell real and personal property and apply the proceeds of sale, including any and all, to the uses and purposes of the corporation.

5. To rent, lease, let, and permit its buildings and property to be used for public and private purposes, public meetings, contests, exhibits, concerts, lectures, plays and dinners, and to do everything consistent, proper and requisite for carrying on and out of the objects and purposes aforesaid, to and in their fullest and broadest extent.

ARTICLE III.

The existence of this corporation shall be perpetual.

ARTICLE IV.

The registered office and place at which the principal business of this corporation shall be conducted and transacted is to be located in the City of Coeur d'Alene, Kootenai County, State of Idaho.

ARTICLE V.

This corporation shall have no capital stock and no dividends or pecuniary profit shall be declared or paid to the members thereof. The balance, if any, of all moneys received by the corporation from its operations, after payment in full of all debts and liabilities of the corporation of whatever kind and nature, shall be used and distributed exclusively for civic, charitable, scientific and educational purposes.

Every person who desires to promote and advance the interests of this corporation may become a member. The dues and assessments thereof shall be set forth in the By-laws of the Miracle Mile Merchants Association, Incorporated, and there shall be issued to each member a certificate of membership, which certificate shall be non-assessable and non-transferrable. The rights and interests of all members shall be equal.

ARTICLE VI.

The private property of the members of this corporation shall not be liable for its corporate debts.

ARTICLE VII .

In event of the dissolution of this corporation, all business property and assets of the corporation shall go and be distributed to such non-profit organization or corporation as may be selected by the board of directors, so that the assets of this corporation shall in any event be used for the purpose of carrying on a non-profit corporation; and in no event shall any of the assets of the corporation or the proceeds of any assets or property go to or be distributed to the members, either for for the reimbursement for any sums that are contributed by the members or for any other such purpose, it being the intent that in the event of dissolution of this corporation, the property and assets then owned by the corporation shall be devoted to carrying on the aims for which this corporation was formed.

ARTICLE VIII.

The general officers of this corporation shall be: A president, a vice-president, secretary and treasurer. The number of directors shall be seven until or unless fixed at a different number not less than three, in accordance with the procedures to be fixed by the by-laws. The duties of the officers and directors and their terms of office shall be prescribed in the by-laws.

ARTICLE IX.

These Articles may be amended in the manner provided by the statutes at the time of amendment.

ARTICLE X.

The names and addresses of the persons forming this corporation are:

Name:

Address:

L. Fortin 1722 Boyd St

Coeur d'Alene, Idaho

Joe R. Acuff

Coeur d'Alene, Idaho

Thomas B. Landers

Coeur d'Alene, Idaho

Ken Evjen

Coeur d'Alene, Idaho

Howard Drake

Coeur d'Alene, Idaho

John Kelley

Coeur d'Alene, Idaho

Andrew Costa

Coeur d'Alene, Idaho

Floyd Runge

Coeur d'Alene, Idaho

B. W. ShaferFernan Lake Village,
Coeur d'Alene, IdahoW. R. McEuenFernan Lake Village
Coeur d'Alene, Idaho

STATE OF IDAHO

COUNTY OF KOOTENAI

} ss.

On this 18th day of August, 1958, before the undersigned Notary Public, personally appeared L. FORTIN, JOE R. ACUFF, THOMAS LANDERS, KENNETH EVJEN, HOWARD DRAKE, JOHN KELLEY, ANDREW COSTA, FLOYD RUNGE, B. W. SHAFER, AND NORMAN MCEUEN, known to me to be the persons whose names are subscribed to the within instrument as Incorporators and acknowledged to me that they executed the same as such Incorporators.

James H. Lyndell
Notary Public for Idaho, residing
at Coeur d'Alene; My commission
Expires: _____