

# *State of Idaho*

## **Department of State**

### **CERTIFICATE OF INCORPORATION OF**

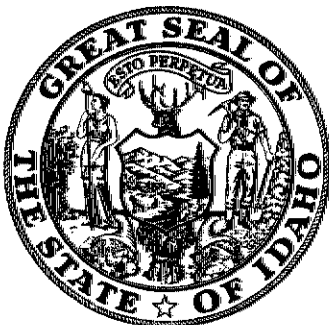
**VETERAN MOTOR CAR CLUB OF MAGIC VALLEY, INC.**

**File number C 114224**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of VETERAN MOTOR CAR CLUB OF MAGIC VALLEY, INC. duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: March 20, 1996



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anna Sikel*

MAR 20 9 15 AM '96  
SECRETARY OF STATE  
IDAHO

ARTICLES OF INCORPORATION

of

VETERAN MOTOR CAR CLUB OF MAGIC VALLEY, INC.

IDAHO SECRETARY OF STATE  
DATE 03/20/1996 0900 46988

CK #: 756 CUST# 66091

INC NONP

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That WE, the undersigned, all being of full age and citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a corporation pursuant to the provisions of Chapter Three (3), Title Thirty (30), Idaho Code.

And we do hereby certify as follows:

ARTICLE I

The name of this corporation shall be Veteran Motor Car Club of Magic Valley, Inc.

ARTICLE II

The initial registered agent of the corporation is Fred N. Locke and the street address of the initial office of the corporation is 345 Illinois Street, Gooding, Idaho 83330-1417.

ARTICLE III

The incorporators are as follows:

Robert G. Brackett	3773 N 2600 E - Twin Falls, ID 83301
Fred N. Locke	345 Illinois St - Gooding, ID 83330
Loren Holloway	4333-A N 2100 E - Filer, ID 83328

ARTICLE IV

Pecuniary profit or gain is not the object of this corporation and it shall have no capital stock.

ARTICLE V

The duration of this corporation shall be perpetual.

ARTICLE VI

The purpose of this corporation shall be to form a body of citizens representative of the business, farming, laboring and professional interests of Magic Valley, Idaho, who are interested in the restoration and preservation of antique automobiles, their accessories, archives and romantic lure.

To promote interest in antique automobiles from a regional standpoint in cooperation with the overall program of the national organization of the Veteran Motor Car Club of America, Incorporated.

To gain proper publicity through the medium of radio, television, newspapers and magazines; to promote and stimulate interest in all activities of the organization and to preserve and forward historical data to the parent organization.

To purchase, have, hold, lease, use and take possession of, and enjoy in fee simple, or otherwise, any real or personal property necessary or incident to, or in connection with the purposes of this corporation; and to sell, lease, mortgage or otherwise hypothecate such property; and to borrow money for the accomplishment of any of the above enumerated purposes.

The above mentioned purposes shall also be considered as a statement of powers, and this corporation may do each and everything suitable or proper for the accomplishment of attainment of any one or more thereof, or conducive to or expedient for the interest or benefit of the corporation; in addition thereto, the corporation shall have, and may exercise any other or further right, power and privilege granted by law to corporations of this character.

#### ARTICLE VII

Membership in this corporation is limited and is dependent upon the continued subscription of national membership in the Veteran Motor Car Club of America.

Annual dues shall be an amount determined by the Board and shall be a family membership. Members joining during the fourth quarter shall be entitled to membership for the ensuing year.

Any person interested in the purposes of the corporation and willing to do his active share in furthering the purposes of the corporation is eligible for active membership. Application for membership shall be recommended and signed by one active member and approved by the corporation.

#### ARTICLE VIII

The government of this corporation and the management of its affairs shall be vested in The Board of Directors which shall consist of the President, Vice President, Secretary, Treasurer and the immediate past president and four other members at large. In the event the president is elected for a second term, an extra board member will be elected for a one year term to fill the seat normally held by the immediate past president.

The following individuals are to serve as the initial Board of Directors:

Loren Holloway	4333-A N 2100 E - Filer, ID 83328
Charles Steinmetz	951-B S 1150 E - Eden, ID 83325
Mildred Jones	2240 N 2700 E - Twin Falls, ID 83301
Frances Steinmetz	951-B S 1150 E - Eden, ID 83325
David R. Dingman	545 Sunrise Blvd N - Twin Falls, ID 83301
C. LaVar Peterson	3057 S 1950 E - Wendell, ID 83355
William H. Olson	4023 N 2000 E - Filer, ID 83328
Darrel Lewis	636 S Park Ave W - Twin Falls, ID 83301
Robert G. Brackett	3773 N 2600 E - Twin Falls, ID 83301

Voting: Each member and spouse in good standing shall each be entitled to one vote on any question, including election of officers or the amendments to these articles. Such vote shall be "in person". Voting on questions or business may be written or by a show of hands. Voting for election shall be by written ballot only, with the presiding officer naming (at the meeting) three (3) members to act as tellers. Tellers will determine the number entitled to vote and will announce the results of the ballot following each ballot.

#### ARTICLE IX

Upon the dissolution of the corporation, the assets of the corporation shall be applied and distributed as follows:

All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefore;

All assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, if any, shall be returned, transferred, or conveyed in accordance with such requirements; and

All other assets of the corporation shall be transferred to one or more local corporations, societies, or organizations engaged in activities substantially similar to those of the corporation, pursuant to a plan of distribution of assets adopted by the Board of Directors as provided for by law.

In no event shall the assets of the corporation be distributed to the Members upon dissolution of the corporation.

These articles are signed by the following three incorporators:

Robert G. Brackett

Fred N. Locke

Loren Holloway

