

93680/105802

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

J. STEVEN BROADHEAD SCHOLARSHIP FUND, INC.

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 _____

J. STEVEN BROADHEAD SCHOLARSHIP FUND, 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 November 07, 19 90



Pete T. Cenarrusa
SECRETARY OF STATE

Elizabeth M. Zabala
Corporation Clerk

APR 19 3 04 PM '90
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
J. STEVEN BROADHEAD SCHOLARSHIP FUND, INC.
a Non-Profit Corporation

APR 7 3 26 PM '90
SECRETARY OF STATE

THE UNDERSIGNED, acting as incorporators of a nonprofit corporation under the Idaho Nonprofit Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is J. STEVEN BROADHEAD SCHOLARSHIP FUND, INC.

SECOND

The corporation is a nonprofit corporation.

THIRD

The period of its duration is perpetual.

FOURTH

The corporation is organized and shall be operated exclusively for educational purposes, including but not limited to providing financial assistance to qualified individuals graduating from high school, and enrolled in colleges, universities and/or vocational or technical schools, with all principal and income to be used for such purposes except as hereinafter set forth.

In furtherance of the above purposes, but not by way of limitation, the corporation is empowered to:

- A. Engage in any activity incidental or related to the attainment of the purposes of this corporation;
- B. Exercise all rights and powers conferred by the laws of the State of Idaho upon nonprofit corporations.

FIFTH

No part of the net earnings of the corporation, either during its existence or upon its dissolution, shall ever inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Fourth hereof. 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, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code. Upon the dissolution, liquidation or winding up of this corporation, the assets of this corporation remaining after payment of or provision for all indebtedness and liabilities of this corporation shall be transferred to such educational organization as may be consistent with the purposes of this corporation.

SIXTH

Membership in the corporation shall be governed and regulated by the Bylaws of the corporation.

SEVENTH

The corporation shall not be authorized or empowered to issue capital stock or shares but may issue certificates of membership to each member. Membership certificates shall not be subject to assessment for any purpose of paying expenses, conducting business or paying debts of the corporation. The incorporator of this corporation shall be its initial member.

EIGHTH

The number of directors of the Corporation shall be as specified in the By-Laws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the By-Laws, provided the number of Directors of the Corporation shall not be fewer than the number required by law. The names and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Clair L. Broadhead	175 Airport Road Blackfoot, ID 83221

NINTH

The location of the initial registered office of the corporation is 175 Airport Road, Blackfoot, ID 83221, and the name of its initial registered agent at such address is Clair L. Broadhead.

TENTH


The names and addresses of the persons who are to serve as directors until the first election thereof are as follows:

<u>Name</u>	<u>Address</u>
Mary L. Broadhead	1127 W. 100 S. Blackfoot, ID 83221
D. Lloyd Broadhead	1127 W. 100 S. Blackfoot, ID 83221
KayLynn Mickelsen	Box 51, Route 3 Blackfoot, ID 83221
Clair L. Broadhead	P.O. Box 951 Blackfoot, ID 83221
D. Michael Broadhead	5703 Bitterroot Lane Yakima, WA 98908

ELEVENTH

The Bylaws of the corporation are to be made and adopted by the board of directors. The Bylaws may be altered, amended, or repealed, or new Bylaws may be adopted, by the board of directors.

DATED this 27 day of September, 1990.


Clair L. Broadhead