



CERTIFICATE OF INCORPORATION  
OF

IDAHO ASSOCIATION OF HIGHWAY DISTRICTS, INC.

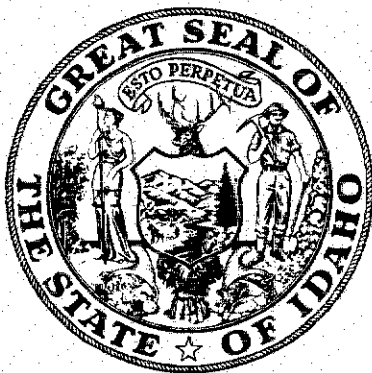
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

IDAHO ASSOCIATION OF HIGHWAY DISTRICTS, 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 1, 19 84.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Denise Diner*

Corporation Clerk

ARTICLES OF INCORPORATION

FOR

IDAHO ASSOCIATION OF HIGHWAY DISTRICTS, INC.

94 MAR 1 PM 1 33  
SECRETARY OF  
STATE

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all being persons of full age, residents of Idaho, and being citizens of the United States, associate ourselves together and do hereby and herewith form a non-profit cooperative association under and by virtue of the power conferred by Idaho Code § 30-301 through 30-332, and we do hereby certify, declare and adopt the following articles of incorporation:

FIRST

That the name of this corporation shall be IDAHO ASSOCIATION OF HIGHWAY DISTRICTS, INC.

SECOND

This corporation shall be a non-profit corporation.

THIRD

The period of existence and duration of the life of IDAHO ASSOCIATION OF HIGHWAY DISTRICTS, INC., shall be perpetual.

FOURTH

The purposes and objects for which this corporation is formed are to oversee legislation affecting highway districts, to educate Highway District officials to continually improve management policies and practices, to monitor the statewide local road inventory system and local bridge inspection program, to assist

various private organizations in transportation related activities, and to carry out other related activities.

FIFTH

That the location and address and principal office of this corporation for the transaction of business shall initially be South 1300 Greens Ferry Road, Coeur d'Alene, Idaho, 83814. The Registered Agent shall be Ray Oliver at South 1300 Greens Ferry Road, Coeur d'Alene, Idaho, 83814.

SIXTH

That the name and post office address of each of the incorporators are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Phillip Willadsen	No. 3285 Fruitland Lane Coeur d'Alene, ID 83814
Ralph Little	Route 7, Box 604 Caldwell, ID 83605
Ray Oliver	So. 1300 Greens Ferry Rd. Coeur d'Alene, ID 83814
Roy Bodine	West 1560 Bodine Avenue Post Falls, ID 83854
John E. Howell	Route 2 Fruitland, ID 83619
Wes Jones	Box 61 Cottonwood, ID 83522
Alvin Neddo	Malta, ID 83342
Steve Nightingale	Star Route 1 Craigmont, ID 83523
Barton Sonner	Route 1 Buhl, ID 83316
H. E. "Hap" Wilson	Route 1 Jerome, ID 83338

SEVENTH

Upon the dissolution of the Corporation, any assets remaining thereafter shall be conveyed to such organization or organizations as shall be selected by the affirmative vote of a majority of the members entitled to vote in respect thereof, provided, however, that such organization or organizations shall be exempt under § 501(c)(3) of the Internal Revenue Code.

EIGHTH

That there shall be thirteen members of the initial Board of Directors whose names are as follows:

Phillip Willadsen  
Ray Oliver  
John E. Howell  
Alvin Neddo  
Barton Sonner

Ralph Little  
Roy Bodine  
Wes Jones  
Steve Nightingale  
H. E. "Hap" Wilson

NINTH

The number of Directors of this associaton shall be at least five (5), who must be active members of the association. The terms of office for the office of Director after the first Board of Directors shall be set by the Bylaws of this corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this

1<sup>st</sup> day of March, 1984.

Phillip L. Willadsen  
PHILLIP WILLADSEN

Ray Oliver  
RAY OLIVER

John E. Howell  
JOHN E. HOWELL

Alvin Neddo  
ALVIN NEDDO

Barton E. Sonner  
BARTON SONNER

Ralph Little  
RALPH LITTLE

Roy Bodine  
ROY BODINE

Wes Jones  
WES JONES

Steve Nightingale  
STEVE NIGHTINGALE

H. E. "Hap" Wilson  
H. E. "HAP" WILSON

STATE OF IDAHO )

County of Canyon ) : ss

On this 1<sup>st</sup> day of March, 1984, before me, the undersigned, a Notary Public for said State, personally appeared PHILLIP WILLADSEN, RALPH LITTLE, RAY OLIVER, ROY BODINE, JOHN E. HOWELL, WES JONES, ALVIN NEDDO, STEVE NIGHTINGALE, BARTON SONNER, and H. E. "Hap" WILSON, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

WITNESS MY SEAL.

Charles A. Smyer  
Notary Public for Idaho  
Residing at: Parma