

FILED EFFECTIVE

09 NOV 12 PM 4:55

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

of

PEOPLE FOR PAYETTE'S FUTURE, INC.

The undersigned, acting as incorporator of a corporation under the Idaho Non Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is PEOPLE FOR PAYETTE'S FUTURE, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The corporation is organized for the purpose of providing information and education regarding economic issues and land use planning and zoning for Payette County residents and landowners.

ARTICLE IV

Anyone who is interested in the purposes for which the corporation is organized may, upon complying with the membership requirements to be set forth in the by-laws, become a member of the corporation.

ARTICLE V

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the by-laws of the corporation hereafter to be adopted, which by-laws may from time to time be amended, by a majority of the members of the Board of Directors.

IDAHO SECRETARY OF STATE
11/13/2009 05:00
CK: 333827 CT: 172899 BM: 1195165
1 @ 30.00 = 30.00 INC MONY \$ 2

C185152

ARTICLE VI

The address of the initial registered office of the corporation is 8720 Little Willow Road, Payette, Idaho 83661. The name of its initial registered agent is James S. Underwood, Jr.

ARTICLE VII

The number of directors of the corporation shall be not less than three (3) and such additional number of directors as may hereafter be determined by the Board of Directors of the corporation. The name and address of the initial Board of Directors are:

James S. Underwood, Jr.
8720 Little Willow Road
Payette, Idaho 83661

W. Michael Humphreys
10505 Stone Quarry Road
Payette, Idaho 83661

Christine A. Humphreys
10495 Stone Quarry Road
Payette, Idaho 83661

ARTICLE VIII

The name and address of the incorporator is:

James S. Underwood, Jr.
8720 Little Willow Road
Payette, Idaho 83661

ARTICLE IX

The corporation may be dissolved upon the affirmative vote of two-thirds (2/3) of the members of the Board of Directors of the corporation at a meeting of the Board of Directors called for that purpose, or upon the written consent of all members of the Board of Directors of the corporation. Upon the dissolution or other termination of the corporation, no part of the property of the corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the Directors of the corporation, but all such property and proceeds shall, subject to the discharge of valid obligations of the corporation and to applicable provisions of law, be distributed, as directed by the Board of Directors of the corporation, to or among any one or more corporations, trusts, community chests, funds or foundations which are tax exempt organizations pursuant to the Internal Revenue Code. Any such assets not so disposed of shall be

disposed of by the District Court of the district in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are tax exempt under the Internal Revenue Code.

ARTICLE X

Amendments to these Articles shall require the affirmative vote of a majority of the members of the Board of Directors of the corporation then in office voting at a special meeting of the Board of Directors called for that purpose in accordance with the provisions of the Idaho Code.

ARTICLE XI

The affairs of the corporation shall be managed by its Board of Directors, and a majority of the number of Directors then fixed by the by-laws, excluding vacancies, shall constitute a quorum; provided, however, a quorum shall not be less than one-third (1/3) of the number of Directors then fixed by the by-laws. The officers of the corporation shall be a President, a Secretary and a Treasurer, and such other officers as may be determined by the Board of Directors.

ARTICLE XII

The corporation is not for profit and is organized and shall be operated exclusively for the purposes set forth above.

The property of this organization is irrevocably dedicated to the purposes set forth above and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.

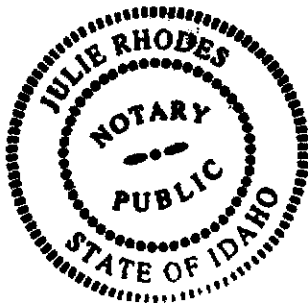
IN WITNESS WHEREOF, the undersigned incorporator of this Corporation has executed these Articles of Incorporation this 12th day of November, 2009.



James S. Underwood

STATE OF IDAHO)
) ss.
County of Payette)

On this 12 day of November, 2009, before me, the undersigned, a Notary Public in and for said State of Idaho, personally appeared James S. Underwood, personally known to me, or proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



Julie Rhodes
Notary Public for Idaho
Residing at: Boise, Idaho
My Commission expires on: 10/22/2011

JULIE RHODES
Notary Public - State of Idaho
Residing in Boise
My Commission Expires October 22, 2011