



**Department of State.**

**CERTIFICATE OF INCORPORATION**

**IRA H. MASTERS**

*I, ~~XXXXXXXXXXXX~~, 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*

**HAWLEY-JAMESON POST NO. 2905,**

**VETERANS OF FOREIGN WARS OF THE UNITED STATES, INCORPORATED**

*was filed in the office of the Secretary of State on the                      seventeenth                      day  
of    December                      A. D. One Thousand Nine Hundred                      Fifty-one                      and  
is duly recorded on Film No.    70    of Record of Domestic Corporations of the State of Idaho,  
and that the said articles contain the statement of facts required by Sections 29-103, 29-1101 and  
29-1102, Idaho Code, Annotated.*

*AND I FURTHER CERTIFY, That the persons executing the articles and their associates  
and successors are hereby constituted a corporation, by the name stated in the articles, and for  
perpetual existence    from the date hereof, with its registered office in this State located  
at                      Moscow                      in the County of                      Latah                      ,  
and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service  
Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, Title 29,  
Idaho Code, Annotated.*

*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                      17th                      day  
of    December                      , in the year of our Lord  
one thousand nine hundred                      fifty-one                      ,  
and of the Independence of the United States of  
America the One Hundred                      Seventy-sixth.*

*Secretary of State.*

ARTICLES OF INCORPORATION AND CHARTER OF

Hawley-Jameson POST NO. 2905

VETERANS OF FOREIGN WARS OF THE UNITED STATES

ARTICLES OF INCORPORATION ENTERED into on this 2<sup>nd</sup> day of November A.D. 1951, by and between the undersigned subscribers, all citizens of Idaho who hereby associate themselves together as a body politic under the laws of the State of Idaho, as a corporation not for profit, and they adopt the following proposed charter.

ARTICLE I

The name of the corporation shall be Hawley-Jameson Post No. 2905, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INCORPORATED, and the same shall be located in such place or places in the City of Moscow County of Latah as provided by the board of Directors and designated by the members of said corporation, but the temporary address of said corporation shall be Latah County, Idaho.

ARTICLE II

The general nature and purpose of the corporation shall be:

- (1) Fraternal, patriotic, historical and educational; to preserve and strengthen comradeship among its members; to assist worthy comrades; to perpetuate the memory and history of our dead, and to assist their widows and orphans; to maintain true allegiance to the Government of the United States of America and fidelity to its Constitution and laws; to foster true patriotism; to maintain and extend the institution of American Freedom; and to preserve and defend the United States from all her enemies, whomsoever.
- (2) to purchase, sell, transfer, mortgage and lease or rent real and personal property and do all things necessary and essential thereto.
- (3) To do all things necessary and essential to carry on the activities, rehabilitation, welfare and social work of the Post, including the establishment and operation of recreation

rooms and club facilities for the use and comfort of the members and Auxiliary.

The said Hawley-Jameson Post No. 2905, VETERANS OF FOREIGN WARS OF THE UNITED STATES, INCORPORATED, shall at all times remain under the jurisdiction of and be governed according to the Constitution and By-Laws of the Veterans of Foreign Wars of the United States, and in the event any provision of these By-Laws or of this certificate of Incorporation conflicts with the National Constitution and By-Laws of the Veterans of Foreign Wars of the United States, such conflicting provisions shall be deemed null and void, and the National Constitution and By-Laws of the Veterans of Foreign Wars of the United States will determine the purpose and objectives of said corporation.

#### ARTICLE III

The qualifications of the members and the manner of their admission into this corporation not for profit shall be as follows:

No person shall be a member of this corporation unless he has served honorably as an officer or enlisted man in the Army, Navy, or Marine Corps of the United States of America in any foreign war, insurrection, or expedition, which service shall be recognized as campaign medal service and governed by the authorization of the award of a campaign badge by the Government of the United States of America. The active and voting membership of this corporation shall at all times be confined to the active membership in good standing in Hawley-Jameson Post No. 2905, VETERANS OF FOREIGN WARS OF THE UNITED STATES with eligibility to, acquiring of, suspension from and discontinuance of membership being in accordance with the National Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

#### ARTICLE IV

This corporation, not for profit, shall have perpetual existence subject to the provisions of the laws of the state, and Constitution and By-Laws of the Veterans of Foreign Wars of the United States.

ARTICLE V  
Officers

Section 1:

The officers of this corporation (Sometimes referred "Directors and/or "Trustees"), their nomination, election or appointment, installation, power and authority shall be in accordance with the provisions of the National By-Laws of the Veterans of Foreign Wars of the United States.

Section 2: The number of officers (Directors of this corporation shall be the number as provided for a Post of the Veterans of Foreign Wars of the United States by the National By-Laws of the Veterans of Foreign Wars of the United States.

Section 3: The names and addresses of the present persons who are to act in the capacity of principal officers (Directors) until the selection of their successors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE OF OFFICE IN POST</u>
Erwin Saylor	204 Spotswood Moscow, Idaho	Commander
Warren G. Peavey	248 N. Asbury Moscow, Idaho	Jr. Vice Commander
Howard Buchanan	1610 Main St. Lewiston, Idaho	Sr. Vice Commander
W. G. Mitchell	511 S. Monroe Moscow, Idaho	Quartermaster
James Jones	RR#5 Moscow, Idaho	Chaplain
Okie Pickens	RR#5 Moscow, Idaho	Surgeon
George Bingman	RR#5 Moscow, Idaho	Advocate
Jack Markham	104 S. Asbury Moscow, Idaho	Trustee
Emil Byer	Box 338 Moscow, Idaho	Trustee
Eugene Settle	526 N. Washington Moscow, Idaho	Trustee
John Butler	427 Veatch Moscow, Idaho	Adjutant

ARTICLE VI

All assets of this corporation shall be and remain assets of the Veterans of Foreign Wars of the United States and shall be used,

spent, and distributed in accordance with the National Charter, Constitution and By-Laws of the Veterans of Foreign Wars of the United States. In the event of a dissolution of this corporation all its assets shall be the property of Hawley-Jameson Post no. 2905, VETERANS OF FOREIGN WARS OF THE UNITED STATES: AND, in the event of the simultaneous dissolution of this corporation and of the forfeiture of the charter issued by the Veterans of Foreign Wars of the United States to said subordinate unite, then, and in that event, title to all of the assets of this corporation shall be in the Veterans of Foreign Wars of the United States, to be disposed of in accordance with the National By-Laws, Rules and Regulations of the said Veterans of Foreign Wars of the United States. At no time shall the assets of this corporation be distributed or divided among its individual members thereof.

#### ARTICLE VII

This corporation, not for profit, shall have the following general powers:

To have perpetual succession with power to sue and be sued in courts of law and equity; to receive, hold, own, use and dispose of such real estate, personal property, money contract, rights and privileges as shall be deemed necessary and incidental for its corporate purposes; to adopt, amend, apply and administer By-Laws and regulations to carry out its purposes, not inconsistent with the laws of the United States for any State; and such other powers as are not inconsistent or in conflict with the Constitution and By-Laws of the Veterans of Foreign Wars of the United States. The corporation shall not purchase, sell or mortgage any real estate without notice therefor to the members of the corporation, at a regular or special meeting called for said purpose, and by a vote of approval of a majority of those members present at such regular or special meeting called for such purpose.

Should any conflict arise between the provisions of this charter and the provisions of the Constitution and By-Laws of the Veterans of Foreign Wars of the United States, said conflicting provisions of this charter shall be deemed null and void and shall

Not be effective until approved by the Commander-in-Chief of the Veterans of Foreign Wars of the United States.

#### ARTICLE VIII

The right to repeal, alter or amend this charter at any time is hereby expressly reserved, but any alteration, modification, or amendment made to this charter shall be governed by the constitution and By-Laws of the Veterans of Foreign Wars of the United States and not in conflict therewith, and no amendment, modification, or alteration shall be made which will in any way conflict with the provisions of the National By-Laws of the Veterans of Foreign Wars of the United States, nor shall any change whatsoever be effective until the same has been approved by the Commander-in-Chief of the Veterans of Foreign Wars of the United States.

We, the undersigned, do hereby subscribe to the above charter and Articles of Incorporation, not for profit:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE OF OFFICE IN POST</u>
<u>Erwin Sayler</u>	204 Spotswood	Moscow, Idaho Commander
<u>Warren G. Peavey</u>	248 N. Asbury	Moscow, Idaho Sr. Vice Commander
<u>Howard Buchanan</u>	1610 Main St.	Lewiston, Idaho Jr. Vice Commander
<u>W. G. Mitchell</u>	511 S. Monroe	Moscow, Idaho Quartermaster
<u>James E. Jones</u>	RR#5	Moscow, Idaho Chaplain
<u>Okie Pickens</u>	RR#5	Moscow, Idaho Surgeon
<u>George Bingman</u>	RR#5	Moscow, Idaho Post Advocate
<u>Jack Markham</u>	104 S. Asbury	Moscow, Idaho Trustee
<u>Emil Byer</u>	Box 338	Moscow, Idaho Trustee
<u>Eugene Settle</u>	526 N. Washington	Moscow, Idaho Trustee
<u>John Butler</u>	427 Veatch	Moscow, Idaho Adjutant

STATE OF Idaho }  
COUNTY OF Latah }

On this 2nd day of November 1951, before me the undersigned, A Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared:

Quinn Saylor, \_\_\_\_\_, \_\_\_\_\_,

Werner & Peavey, \_\_\_\_\_, \_\_\_\_\_,

O.M. Walter & Mitchell, \_\_\_\_\_, \_\_\_\_\_,

\_\_\_\_\_, \_\_\_\_\_,

Known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this day and year in this certificate first above written.

(seal)

Quinn Saylor  
Notary Public in and For the  
County of Latah

State of Idaho

Approved by the Department of Idaho, Veterans of Foreign Wars of the United States, Inc.

J. A. Porters Commander

Guy H. Parick Adjutant

APPROVED

FOR THE COMMANDER IN CHIEF

William Dickerson  
ADJUTANT GENERAL