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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
FRIENDS OF THE DeMARY PUBLIC LIBRARY, INC.**

We, the undersigned, being natural persons of the age of twenty-one years or more and acting as incorporators under the laws of the State of Idaho as they apply to Non-Profit Corporations, do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation shall be Friends of the DeMary Public Library, Inc., and its duration shall be perpetual.

ARTICLE II

Friends of the DeMary Public Library, Inc. is a non-profit corporation organized exclusively for charitable, educational and/or scientific purposes, the making of distributions to organizations that qualify as exempt organizations under Sections 501(c)(3) and 501(c)(7) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law, and for the specific purpose of raising funds for projects and services and encourage the Library's continual growth.

It is the purpose of this corporation to provide assistance; consistent with the purposes set forth herein, to individuals and organizations in such a manner as to supplement but not compete with the programs, policies or goals of those individuals or organizations.

ARTICLE III

The corporation shall have only one class of members. Management of the

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corporation's affairs shall be vested in a Board of Directors comprised of four (4) members. The names, representations, and terms of the directors who shall constitute the first initial Board of Directors of Friends of the DeMary Public Library, Inc. shall be:

| <u>Name</u> | <u>Representation</u> | <u>Term</u> |
|--|-----------------------|-------------|
| Lorraine Apple 106 Linden Rupert, Idaho 83350 | Chairman | 1 |
| Sheryl Stevenson 718 North 1100 East Jackson, Idaho 83350 | Vice-Chairman | 1 |
| Jean Linard 162 North 300 East Rupert, Idaho 83350 | Treasurer | 1 |
| Norma Mittlestedt 201 E. 2 nd Street Rupert, Idaho 833350 | Secretary | 1 |

Said directors shall hold office until replaced as hereinafter provided.

ARTICLE IV

The name of the registered agent and the address of the corporation's principal place of business are:

Registered Agent: Dennis Andrew, City of Rupert Superintendent

Address: 624 "F" Street
Rupert, Idaho 83350

ARTICLE V

The members of this corporation shall be individuals or organizations who

express a desire in the purposes of the organization. The members of the corporation shall not be personally liable for the debts, liabilities or obligations of the corporation, and the corporation shall not have the authority to authorize assessments to be levied upon members.

ARTICLE VI

Election of the directors and officers, and the annual meeting of the corporation shall be conducted as provided in the Bylaws of the corporation as adopted. The Board of Directors shall consist of a Chairman, Vice-Chairman, Secretary and Treasurer.

ARTICLE VII

No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its directors, officers, agents, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distribution in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of the corporation shall be to carry on propaganda or otherwise attempt to influence legislation, and the corporation shall not participate or intervene in any political campaign, including publication or distribution of statements on behalf of any candidate for public office, notwithstanding any other provisions of these articles. Further, the corporation shall not conduct any other activities which are not permitted to be conducted by a corporation exempt from Federal Income Tax under Sections 501(c)(3) and 501(c)(7) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IX

The corporation shall distribute its income for each taxable year at such a time and in such a manner that it does not subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954 for the corresponding provisions of any subsequent Federal Tax Law.

ARTICLE X

The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code or any Federal Tax Law.

ARTICLE XI

The corporation shall not make any investments in such a manner as to subject the corporation to tax under the Internal Revenue Code or any Federal Tax Law.

ARTICLE XII

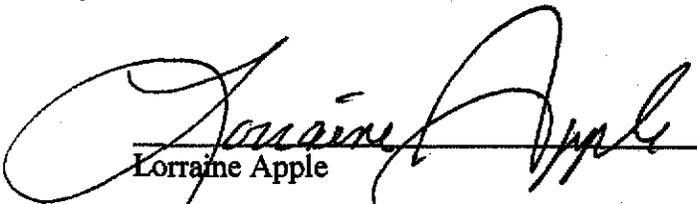
The corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code or any Federal Tax Law.

ARTICLE XIII

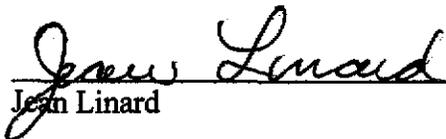
In the event the corporation is dissolved, the Board of Directors, after applying or making provisions for payment of all the liabilities of the corporation, shall dispose of all of the assets of the corporation, exclusively for the purposes of the corporation in such a manner, or to such organization or organizations which are organized and operated exclusively for the educational or training purposes established by this corporation, and which qualify at the time as an exempt organization or organizations under Sections 501(c)(3) and 501(c)(7) of any future

United States Internal Revenue Law as the Board of Directors shall determine. Any such assets which are not so disposed of shall be subject to distribution by the District Court of the county 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 are organized and operated exclusively for such purposes.

DATED this 16th day of July, 2009.


Lorraine Apple


Sheryl Stevenson


Jean Linard


Norma Mittlestedt