

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

JEFFERSON HILLS GOLF & RECREATION CENTER, INC.

was filed in the office of the Secretary of State on the **fifteenth** day of **April** A.D., One Thousand Nine Hundred **seventy-one** and ~~will be~~ recorded on Film No. ~~microfilm~~ of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **Perpetual Existence** from the date hereof, with its registered office in this State located at **Rigby, Idaho** in the County of **Jefferson**

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 **15th** day of **April**, A.D., 19 **71**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
JEFFERSON HILLS GOLF & RECREATION CENTER, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is a resident of the United States of America, of legal age, have this day voluntarily associated ourselves together for the purpose of forming a business corporation pursuant to the provisions of Idaho Code, Title 30, Chapter 1, and do hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be Jefferson Hills Golf & Recreation Center, Inc.

ARTICLE II

The purposes for which this corporation is organized are as follows:

(a) To increase the recreational opportunities in Jefferson County, Idaho, and surrounding area by the maintenance and improvement of recreational facilities, namely a golf course and attendant facilities as circumstances might demand, and to maintain and operate a clubhouse, swimming pool or any and all other recreational facilities, and to do any and all things provided, which would further the recreational advantages of Jefferson County, Idaho, and the surrounding area.

(b) To engage in any and all types of activities not prohibited by law for the raising and collecting of money and property, and to receive gifts and grants of money and property of every kind and character, and to borrow money for the maintenance of a golf course and for construction of any additions

thereto , and for services in connection therewith, and any related facilities as outlined in Article II, Paragraph (a) of these articles.

(c) To take, own, hold, deal in, mortgage, lease, sell, exchange, transfer or in any manner dispose of any property, leaseholds and any other interests, estates and rights in real property; to purchase or otherwise acquire in any lawful manner, and to hold, own, mortgage, pledge, lease, sell, assign, exchange, transfer and in any manner dispose of, to deal in and trade in, and with any and every class of personal property and, or mixed property, and any franchises, privileges and licenses necessary.

(d) To borrow money with or without security therefor; to issue promissory notes, bonds, debentures and other evidences of indebtedness.

(e) To make, enter into and perform contracts of every kind for any lawful purpose with any person, association, corporation, municipality, body politic, county, state or otherwise.

(f) To have one or more offices to conduct its business and promote its objects within and without the State of Idaho, in other states and territories of the United States, or other countries, subject, however, to the laws and limitations of such state, territory or country.

(g) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws of the State of Idaho.

ARTICLE III

The registered office and post office address of the corporation shall be Rigby, Jefferson County, Idaho.

ARTICLE IV

This corporation shall have perpetual existence, but nothing herein contained shall prevent the winding up and dissolution of said corporation pursuant to the laws and statutes of the State of Idaho.

ARTICLE V

The capital stock of this corporation shall be in the sum of \$250,000.00 and shall be divided into 125 shares, each with an equal vote and with a par value of \$2,000.00 each. The said stock shall be assessable, but only as is provided for in the By-Laws of the corporation.

ARTICLE VI

The management of this corporation shall be vested in a Board of Directors of seven (7) members or such other number as from time to time may be determined by the By-Laws. The names and post office addresses of the first Board of Directors, who shall hold office until the first annual meeting, are as follows:

Virginia Kinghorn, Box 385, Rigby, Idaho
Jerry O. Jensen, 111 North 3rd West, Rigby, Idaho
Roland C. Hamilton, 285 Dove Avenue, Rigby, Idaho
Robert S. Watson, Menan, Idaho
Gary D. Williams, 175 South 2nd West, Rigby, Idaho
Kenneth W. Scott, Route 1, Lorenzo, Idaho
H. Reynold George, 222 West 2nd North, Rigby, Idaho

ARTICLE VII

The amount of the capital stock that has been actually subscribed is seven (7) shares and the name and residences of the persons who have subscribed therefore, and the number of shares subscribed by each are as follows:

<u>Name</u>	<u>Residence</u>	<u>No. of Shares</u>
Virginia Kinghorn	Box 385, Rigby, Idaho	1
Jerry O. Jensen	111 North 3rd West, Rigby, Idaho	1
Roland C. Hamilton	285 Dove Avenue, Rigby, Idaho	1
Robert S. Watson	Menan, Idaho	1
Gary D. Williams	175 South 2nd West, Rigby, Idaho	1
Kenneth W. Scott	Route 1, Lorenzo, Idaho	1
H. Reynold George	222 West 2nd North, Rigby, Idaho	1

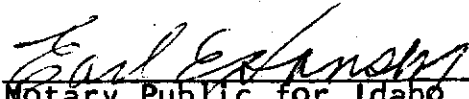
IN WITNESS WHEREOF, We, the Incorporators, have hereunto set our hands and seals this 14 day of April, 1971.

Virginia Kinghorn
Jerry O. Jensen
Roland C. Hamilton
Robert S. Watson
Gary D. Williams
Kenneth W. Scott
H. Reynold George

STATE OF IDAHO)
 : ss.
County of Jefferson)

On this 14th day of April, 1971, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared VIRGINIA KINGHORN, JERRY O. JENSEN, ROLAND C. HAMILTON, ROBERT S. WATSON, GARY D. WILLIAMS, KENNETH W. SCOTT and H. REYNOLD GEORGE, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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



Notary Public for Idaho
Residing at Rigby, Idaho