

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

MURPHY HOTSPRINGS SWIM ASSOCIATION, 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 MURPHY HOTSPRINGS  
SWIM ASSOCIATION, 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

August 24

, 19

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*Pete T. Cenarrusa*  
SECRETARY OF STATE

*Sanda Mathews*  
Corporation Clerk

MURPHY HOTSPRINGS SWIM ASSOCIATION, INC.

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To further common purposes the members agree to organize under these Article of Incorporation.

ARTICLE 1: NAME:

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The name of the association shall be Murphy Hotsprings Swim Association, Inc.

ARTICLE 2: PRINCIPAL OFFICE:

The principal office of the association shall be at Murphy Hotsprings, Rogerson, State of Idaho 83302. The initial registered agent shall be Harry Showalter and Anita Showalter, whose address is Murphy Hotsprings, Rogerson, Idaho 83302.

ARTICLE 3: DURATION:

The duration of this corporation is perpetual.

ARTICLE 4: NON-PROFIT CORPORATION:

This corporation is non-profit and that none of the assets or income shall inure to the benefit of the members.

ARTICLE 5: PURPOSE:

The purpose of this association shall be private swim and health club at the Murphy Hotspring and to do anything necessary and property for the accomplishment of any purpose set forth.

ARTICLE 6: POWERS:

The furtherance of the objects described above, but not in limitation thereof, the association shall have power to collect dues, establish membership rules, and promote healthful activities, including advertising, publicity, and hold property or lease property as necessary to effectuate the purposes of this association.

ARTICLE 7: DIRECTORS:

The Board of Directors constituting the initial board shall be 2. The number of directors shall be determined by the board but shall not contain more than 5 board members. The initial directors shall be Harry Showalter and Anita Showalter.

Murphy Hotsprings, Rogerston, Idaho 83302.

ARTICLE 8: INCORPORATORS:

The name and address of the initial incorporators shall be Harry Showalter and Anita Showalter, Murphy Hotsprings, Rogerson, Idaho 83302 and Jon N. Wyman, 1448 W. Bannock St., Boise, Idaho 83702.

ARTICLE 9: MEMBERSHIP:

Anyone willing to pay requisite dues, follow the rules and regulations of the association, shall be an active member. Any person who becomes an active member shall have the right, duty, and privileges of associating as a member any of his immediate family to be also, an active member upon payment of the dues.

ARTICLE 10: DUES:

The annual dues required for membership in the association shall be determined by the vote of the active members, on recommendation of the executive committee. Dues may be varied from year to year, but dues shall be the same for all active members. Dues shall be paid once a year and shall be valid for only one year.

ARTICLE 11: MEETINGS:

There shall be an annual meeting of the association on the first Monday of each month of the year, unless otherwise ordered by the executive committee, for electing officers, receiving reports, and transacting business.

ARTICLE 12: OFFICERS AND COMMITTEES:

The elective officers of this association shall be president, secretary, and treasurer. Other offices and officers may be established or appointed by the active members of the association at the regular annual meetings.

ARTICLE 13: AMENDMENTS OF ARTICLES:

These articles may be amended or repealed, in whole or in part, by a majority vote at any duly organized meeting of the association.

ARTICLE 14: BYLAWS:

Bylaws will be hereby adopted. Such bylaws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the bylaws shall be binding on all

members, including those who may have voted against them.

Harry Showalter  
Harry Showalter

Anita Showalter  
Anita Showalter

Jon N. Wyman  
STATE OF IDAHO      )  
                          ) ss.  
County of Twin Falls)

On this 31 day of July, 1987, before me,  
Charles Janacek, a Notary Public in and for said State,  
personally appeared Harry Showalter and Anita Showalter, 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.

Charles Janacek  
Notary Public for Idaho  
Residing at: MURPHY HOT SPRINGS - Owyhee County  
My commission expires:  
18 AUG 91

STATE OF IDAHO      )  
                          ) ss.  
County of Ada        )

On this 12<sup>th</sup> day of <sup>Aug</sup> July, 1987, before me,  
Doris D. Johnston, a Notary Public in and for said State,  
personally appeared Jon N. Wyman, known to me to be the persons  
whose names are subscribed to the within instrument, and  
acknowledged to me that he 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.

Doris D. Johnston  
Notary Public for Idaho  
Residing at: Boise  
My commission expires: 6/4/91