

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

NEW MEADOWS SENIOR CITIZENS, INCORPORATED

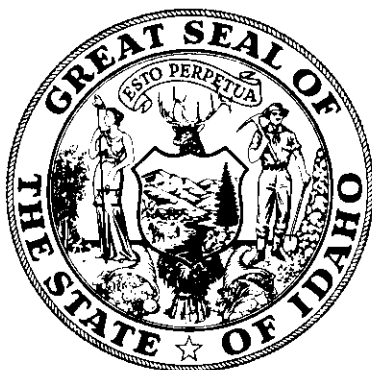
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

NEW MEADOWS SENIOR CITIZENS, INCORPORATED

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 March 9, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

NEW MEADOWS SENIOR CITIZENS INCORPORATED

MAR 9 8 43 AM '81
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENT THAT we, the undersigned; citizens of the United States and of lawful age, have today voluntarily associated ourselves for the purpose of forming a non-profit cooperative association under the provision of Chapter 10, Title 30, Idaho Code, and all other laws of the State of Idaho pertaining thereto, and we hereby certify as follows:

ARTICLE I

The name of this corporation shall be: NEW MEADOWS SENIOR CITIZENS, INCORPORATED.

ARTICLE II

The purpose of this corporation shall be:

- A. To establish and provide responsible services, such as Nutrition, Transportation, Social Activities, Referrals to other Social Services (Housing, Health, Homemaker, Social and Rehabilitation Services, Social Security, Legal Aid) to the aged (60 years old and over) citizens of New Meadows, Idaho and surrounding areas.
- B. To receive donations and contributions from any person, firm corporation, government agency, or other source to carry out the purpose of this corporation.
- C. To apply for and receive grants, matching funds and other assistance from any agency of the State and Federal government.
- D. To acquire title and hold title to such real and personal property as may be necessary or desirable to carry out its purpose, and to manage and operate any real or personal property given and devised to or acquired by the corporation.
- E. To do any and all things convenient and incidental to the purpose of the corporation and generally to have and to exercise all such powers as are by law conferred upon such corporation of like character.
- F. And in carrying out the purpose of the corporation to do any and all things and exercise any and all powers not prohibited by law, but not for monetary profit.

ARTICLE III

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV

No part of the net earnings of this association shall inure to the benefit of any private shareholder or individual.

ARTICLE V

No substantial part of the activities of the association shall be to carry on propaganda, or otherwise attempt, to influence legislation. The association shall not participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VI

The association is not organized for profit but is operated exclusively for the promotion of social welfare and the net earnings are devoted exclusively to charitable, educational and recreational purposes.

ARTICLE VII

Membership of this corporation shall be open to any person aged 60 or older and as otherwise provided for in the By-Laws of this corporation.

ARTICLE VIII

The rights and interests of all members of this association shall be equal and no member can have or acquire a greater interest therein than any other member.

ARTICLE IX

The number of directors of this corporation shall be seven (7) members. The additional qualifications, the terms of office, manner of election, time and place of calling meetings, and the powers and duties of the directors, shall be prescribed in the By-Laws of this corporation. Except as otherwise provided in the Articles of Incorporation or By-Laws, the Board of Directors shall have power to conduct all of the affairs of the corporation.

ARTICLE X

The officers of this Corporation shall be a Chairperson, Vice Chairperson, Secretary and Treasurer. The duties and powers of the officers shall be as set forth by the By-Laws.

ARTICLE XI

An annual meeting of the membership of the Corporation shall be held upon a date provided for in the By-Laws of the Corporation.

ARTICLE XII

These Articles of Incorporation may be amended after approval by two-thirds of the Members of the Corporation.

ARTICLE XIII

In the event of dissolution of the Corporation, or upon its ceasing to carry out the objectives and purposes herein set forth, the property and assets then owned by the Corporation shall be devoted to the carrying on of the function and purposes of the Corporation at the Senior Citizens Center.

ARTICLE XIV

The registered office of this Corporation shall be Post Office Box 377, New Meadows, Adams County, Idaho.

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INITIAL DIRECTORS:

John E. Goodman	Box 35	New Meadows, Idaho 83654
Fred Krahn	Star Route	New Meadows, Idaho 83654
Purl Fritschle	Star Route	New Meadows, Idaho 83654
Hazel Hancock	Box 87	New Meadows, Idaho 83654
Lucille Dillon	Box 17	New Meadows, Idaho 83654
Mary Adair	Box 216	New Meadows, Idaho 83654
Raymond Clausen	Box 172	New Meadows, Idaho 83654

Sarah B. Hubbard - Reg. Agent
Senior Citizen Coordinator
Box 377
New Meadows, Idaho 83654

ARTICLE XV

John E. Goodman
Fred Kresner
Paul Fentzsch

Lucile Dillon
Mary E. Deane
Raymond Clausen

STATE OF IDAHO)
County of Adams) ss.

On this 2nd day of March, 1981, before me,
the undersigned, a Notary Public in and for the State of Idaho,
personally appeared the above persons whose names are subscribed
to the foregoing 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.

Ellen R. Carpenter
Notary Public for Idaho,
residing at New Meadows Idaho