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SECRETARY OF STATE
STATE OF IDAHO

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7 Attorney for Corporation

8 ARTICLES OF INCORPORATION
9 OF
10 THE MUSEUM OF AMERICAN TRADITIONS, INC.

11 KNOW ALL MEN BY THESE PRESENTS, that the undersigned, being of legal age and citizens
12 of the United States, for the purpose of forming a body corporate in accordance with the provisions
13 of the Idaho Non-Profit Corporation Act, §§30-3-01, et seq., of the Revised Statutes of the State
14 of Idaho, do hereby make, execute, and acknowledge these Articles of Incorporation, in writing as
15 follows:

16 ARTICLE I

17 The corporate name of this association shall be "The Museum of American Traditions, Inc."

18 ARTICLE II

19 This association shall be a non-profit corporation. This organization is not organized for profit, and
20 no part of the net earnings shall inure to the benefit of any private shareholder.

21 ARTICLE III

22 The period of duration of this association shall be perpetual.

23 ARTICLE IV

24 The purposes for which said association is formed are:

25 (a) The following list of purposes shall be the sole and only purposes for which said association
26 is formed, and these Articles and the following list of purposes shall comprise the limits on the
27 activities of the association, which said association shall not have the power, authority, or ability
28 to operate outside said purposes. Notwithstanding any other provisions of these Articles, the
29 association shall not carry on any other activities not permitted to be carried on by an organization
30 exempt from Federal Income Tax under §501(c)(3) et seq. of the Internal Revenue Code of 1986,
31 as amended, and in particular the individual code sections hereinafter referenced, if any.

32 (b) The association is constituted so as to attract substantial support from a representative number
33 of persons and entities in the State and community in which it operates. No substantial part of the
34 activities of the association shall be the carrying on of propaganda, or otherwise attempting to
35 influence legislation, and the association shall not participate in, or intervene in, any political
36 campaign on behalf of any candidate for public office.

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(c) The purposes for which the association is to be formed are for purposes within the meaning of §501(c)(3) et seq. of the Internal Revenue Code. To said ends, the association may cooperate with other associations not created for propaganda purposes to advance such purposes as are within the foregoing Code sections, to the extent not in conflict with said Internal Revenue Code sections and attendant law or regulations, including carrying on of nonpartisan legislative activities to further the above goals. The association may do everything necessary, suitable, or proper for the accomplishment, attainment, or furtherance of, or do every other act or thing incidental, appurtenant, growing out of, or connected with, the purposes, objects, or powers set forth in these Articles, whether alone, or in association with others, and shall possess all the rights, powers, and privileges now or hereafter conferred by the laws of Idaho. PROVIDED, HOWEVER, that nothing herein shall be construed as authorizing the association to possess any purpose, object, or power, or to do any act or things:

1. forbidden by law to a not-for-profit corporation organized under the laws of the State of Idaho; or,
2. which, either expressly or by interpretation or by operation of law, would prevent it from qualifying and continuing to qualify as a Corporation described in §§501(c)(3) et seq. of the Internal Revenue Code of 1986, as amended, nor to engage directly or indirectly in any activity which would cause the loss of such qualification.

The incorporator of the association, together with such other persons as said incorporator may shall comprise the initial Board of Trustees, which said board, by majority vote, shall register the above purposes.

The association may do any and all things necessary and incidental in carrying out the aforesaid objects, or any of them, and exercise the usual powers of corporate bodies.

The association may sue and be sued, complain and defend in any law or equity.

The association may have and use a corporate seal, which may be altered at pleasure.

The association may elect such officers and appoint such agents as the business of the association shall require and allow them suitable compensation.

The association may make by-laws not inconsistent with the Constitution or laws of the United States and/or of this State, for the management of its property and the regulation and government of its affairs.

The association may wind up and dissolve itself, or be wound up and dissolved in the manner provided by the statutes of this State. Upon the winding-up and dissolution of this association, after making or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to a non-profit fund, foundation or association which has established its exempt status under §501(c)(3) et. seq. of the Internal Revenue Code.

This association is organized exclusively for purposes within the meaning of §501(c) et. seq. of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the association shall not carry on any other activities not permitted to be carried on by an organization exempt from general income tax under said section of the Internal Revenue Code.

I. The association may accept donations from other persons and/or entities in support of the above purposes.

m. The primary purpose of the corporation shall be to preserve American traditions, to educate the general public about such traditions, and to display art or other media which illustrate such traditions.

ARTICLE V

At the time of formation, the affairs of the association shall be under the control of Trustees; and those who shall, as Trustees, manage the affairs of the association for the first year, and until their successors are duly elected and qualified, are:

Ralph Smeed
1617 Idaho Avenue
Caldwell, ID 83606

Dick Anderson
1810 Dunwoody Court
Meridian, ID 83642

David J. Ferdinand II
70 South Inverness Drive
Nampa, ID 83651

At the first annual meeting following the expiration of the one year period for which the Trustees herein designated will serve, and at each annual meeting thereafter, a new Board of Trustees will be elected in accordance with the provisions of the by-laws of the association and the laws of the State of Idaho. The number of Trustees may be modified by amendment of the by-laws of this association.

ARTICLE VI

This association shall have no capital stock. Membership in the association shall be evidenced by certificates, as further provided in the by-laws of the association.

ARTICLE VII

Membership in this association shall not be transferable except upon the approval of the Board of Trustees. The above provision shall be recited in all certificates of membership issued.

ARTICLE VIII

These Articles may be amended as provided for by the Idaho Non-Profit Corporation Act, Idaho Code §§30-3-01, et seq.

ARTICLE IX

2 The by-laws of the association for the management of its affairs shall be adopted by the Trustees
3 of said association, and said Trustees will be empowered to amend or repeal said by-laws in
4 accordance with the provisions thereof.

ARTICLE X

6 Voting shall be allowed on the basis of one vote per member, with cumulative voting allowed.

ARTICLE XI

8 In the event of the liquidation or dissolution of the association, the assets of the association, after
9 the payment of all debts and obligations shall be donated to another non-profit organization with
10 similar objectives, operating in Idaho, or if none, operating in as close a proximity to Idaho as
11 possible, as more particularly described and limited in Article IV(j) hereof.

ARTICLE XII

13 The initial registered agent for this corporation is Ralph Smeed, 1201 South Kimball Avenue,
14 Caldwell, Idaho 83605.

15 IN WITNESS WHEREOF, the incorporators do hereby make, sign, and acknowledge these Articles
16 of Incorporation this May 22, 2003.

Ralph Smeed

Dick Anderson

David J. Ferdinand II

23 THE UNDERSIGNED hereby certifies that the undersigned is an officer and director of The
24 Museum of American Traditions, Inc., and that the above Articles of Incorporation were duly
25 adopted by the Corporation and the Board of Trustees at a meeting thereof, by unanimous consent,
26 on May 22, 2003


Ralph Smede