

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

IRA H. MASTERS

I, ~~XXXXXXXXXXXX~~ *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*

TWIN FALLS COUNCIL OF CAMP FIRE GIRLS, INC.

was filed in the office of the Secretary of State on the **twenty-second** *day*
of **July** *A. D. One Thousand Nine Hundred* **Fifty-two** *and*
is duly recorded on Film No. **75** *of Record of Domestic Corporations of the State of Idaho,*
and that the said articles contain the statement of facts required by Sections 29-103, 29-1101 and
29-1102, Idaho Code, Annotated.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates
and successors are hereby constituted a corporation, by the name stated in the articles, and for
fifty (50) years *from the date hereof, with its registered office in this State located*
at **Twin Falls** *in the County of* **Twin Falls** *,*
and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service
Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, Title 29,
Idaho Code, Annotated.

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 **22nd** *day*
of **July** *, in the year of our Lord*
one thousand nine hundred **fifty-two** *,*
and of the Independence of the United States of
America the One Hundred **Seventy-seventh** *.*

Secretary of State.

ARTICLES OF INCORPORATION
OF
TWIN FALLS COUNCIL OF CAMP FIRE GIRLS, INC.

* * *

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being of full age and bona fide residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the provisions of Chapter 11 of Title 30, Idaho Code.

And we do hereby certify:

I.

That the name of said non-profit corporation shall be: "TWIN FALLS COUNCIL OF CAMP FIRE GIRLS, INC."

II.

The objects, purposes and powers of this corporation are:

1. The purpose of this organization is to promote, supervise, and administer the program of the Camp Fire Girls within the territory covered by the Charter granted by the National Council of Camp Fire Girls, Inc., and further, to share with the National Council responsibility for providing adequate leadership, maintaining standards, protecting the official insignia against use by those not properly registered as Camp Fire Girls, adequate financing, and otherwise to promote the general welfare of the program and insure its permanence in the community.

2. To engage in any activity that is or appears to be necessary or convenient in connection with the above, including but not limited to the following:

(a) To own, build, construct, lease, operate and manage club houses and other buildings in order to provide a common meeting place for the members of this corporation.

(b) To purchase, own, lease, hold, contract for the use of, and exercise all privileges of ownership, over such real or personal property, as may be or may become necessary or convenient for the furtherance of the objects and purposes of this corporation.

(c) The said corporation shall have each and all of the powers given to such corporations by the statutes of the State of Idaho as now existing or as hereafter amended and including (without limiting the generality of the foregoing) the right, through its proper officers and directors, to borrow money for any purposes or objects whatsoever in any way connected with, related to, required for, or necessary for, the carrying out of the purposes and objects of this corporation, and to make, issue and deliver in return for any monies borrowed, any form of note, debenture, bond, certificate, or other evidence of indebtedness that the directors and officers may from time to time decide upon to evidence and secure monies borrowed and to secure the payment of any such evidence of indebtedness that may be issued by mortgages covering both the real and personal property of the corporation or by pledge of the income for any activities indulged in by the corporation.

III.

The original members of this corporation shall be all those persons who are bona fide members in good standing at the time these

articles are filed, of the Twin Falls Council of Camp Fire Girls, Inc., an unincorporated association in Twin Falls, Idaho, and such other persons who may be in the future admitted to membership in the corporation in accordance with the by-laws of this corporation, it being specifically provided that the said corporation may provide for the admission of such future members in the manner and method and under the authority of Section 30-1108, Idaho Code.

IV.

The corporation shall have its registered office in the City of Twin Falls, County of Twin Falls, State of Idaho and the post office address of the registered office of this corporation in the State of Idaho is Twin Falls, Idaho.

V.

The term for which this corporation shall exist is fifty (50) years from and after the date of its incorporation.

VI.

1. That the said corporation shall be managed by a board of directors of six members, which said board shall have charge and management of the real estate and personal property of the corporation and the promotion, operation and management of said corporation.

2. That its officers shall be a president, one or more vice-presidents, secretary, treasurer and one or more regional representatives to the regional committee, in proportion to the registered membership, as provided by the National By-Laws, who shall be elected or appointed as provided in the by-laws of this corporation.

3. The rights and interests of all members shall be equal, and no member can have or acquire a greater interest in the corporation than any other member and no member of the corporation shall be allowed more than one vote on any question.

4. The corporation shall not issue any capital stock but shall issue membership certificates to each member.

5. The membership certificates shall be non-transferable and subject to revocation or termination as provided in the by-laws of the corporation.

VII.

The corporation shall be operated on a non-profit basis for the mutual benefit of its members and the community. It is not anticipated that there will be a profit or surplus, but if such a profit or surplus does in fact occur, then such profit or surplus shall be used to further the objects and purposes of the corporation or for civic, educational, cultural or charitable purposes; provided, however, that in no event shall the profits or surplus of the corporation be paid to the members of the corporation.

VIII.

That in accordance with the provisions of Section 30-1102, Idaho Code, an election was held on the 21st day of July, 1952, for the purpose of electing the directors of the board under which said corporation elects to operate, being as heretofore stated six in number; said election being held at 114 Main Avenue North at 12:00 o'clock Noon, in Twin Falls, Twin Falls County, Idaho; that a notice of the time and place of holding of said election of directors was given by the publication of a notice to said effect once a week for two consecutive weeks, to-wit: June 19, June 26 and July 3, 1952, in the Twin Falls Times-News, a newspaper published in said City of Twin Falls, Idaho; and by posting a like notice for the same length of time in a conspicuous place on the building at 114 Main Avenue North, in Twin Falls, Twin Falls County, Idaho, where the election was held; that at such meeting a quorum of the members of the Twin Falls Council of Camp Fire Girls, Inc. being present, a majority of the members present voted for and there were elected as Directors of said corporation, the following persons, to-wit:

<u>NAME</u>	<u>RESIDENCE</u>
Mrs. L. E. Hinton	Twin Falls, Idaho
Mrs. W. A. VanEngelen	Twin Falls, Idaho
Mrs. M. M. Greeling	Twin Falls, Idaho
Mrs. Floyd Huller	Twin Falls, Idaho
M. E. Shotwell	Twin Falls, Idaho
Mrs. Roy VanBuren	Twin Falls, Idaho

IX.

That this corporation shall have the right to adopt a set of by-laws in accordance with the provisions of Section 30-1108, Idaho Code.

X.

The by-laws of this corporation may be repealed, amended or new by-laws adopted either:

1. At any regular meeting of the members of the corporation or any special meeting in which the intention to so repeal, amend or adopt new by-laws is stated in the notice calling said meeting, by a majority vote of those present at the meeting, a quorum being then and there present.

2. By a two-thirds (2/3) vote of the members of the board of directors at any regular meeting of said board or at any special meeting thereof called for said purpose.

XI.

These articles of incorporation may be amended in any manner at any regular meeting of the members of this corporation by a vote of a majority of a quorum attending such meeting, provided, public notice of the intention to amend the articles of incorporation shall have been given by publication at least once a week for four weeks in a newspaper published in Twin Falls County, Idaho. The published notice shall designate the regular meeting at which it is intended to vote on the proposition of amending the articles of incorporation, and shall state the manner in which it is intended to amend the articles of incorporation and the time and place of said regular meeting.

XII.

The names and the residences of the incorporators are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
Mrs. L. E. Hinton	Twin Falls, Idaho
Mrs. W. A. VanEngelen	Twin Falls, Idaho
Mrs. M. M. Greeling	Twin Falls, Idaho
Mrs. Floyd Huller	Twin Falls, Idaho
M. E. Shotwell	Twin Falls, Idaho
Mrs. Roy VanBuren	Twin Falls, Idaho

IN WITNESS WHEREOF, We have hereunto set our hands, this 21st day of July, 1952.

Mrs. L. E. Hinton
Mrs. W. A. Van Engelen
Mrs. M. M. Greeling
Mrs. Floyd Huller
Mrs. M. E. Shotwell
Mrs. Roy Van Buren

STATE OF IDAHO)
) ss.
 County of Twin Falls)

On this 21st day of July, 1952, before me, the undersigned, a Notary Public in and for said State, personally appeared MRS. L. E. HINTON, MRS. W. A. VanENGELLEN, MRS. M. M. GREELING, MRS. FLOYD HULLER, M. E. SHOTWELL and MRS. ROY VanBUREN, 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.

(SEAL)

[Signature]
 Notary Public for Idaho,
 Residing at Twin Falls, Idaho.

STATE OF IDAHO)
) ss.
County of Twin Falls)

MRS. L. E. HINTON and MRS. W. A. VanENGELLEN, being first duly sworn on oath, depose and say:

That we were the presiding officer and delegate at large respectively of the meeting of the Twin Falls Council of Camp Fire Girls, Inc. held at noon on the 21st day of July, 1952, at 114 Main Avenue North, Twin Falls, Twin Falls County, Idaho, at which meeting an election was held and six directors elected as a board under which the proposed corporation, when incorporated, will operate.

That we have read over Article VIII of the foregoing instrument and know the contents thereof and know the same to be true.

That attached hereto and made a part hereof is an affidavit of publication of the notice of election mentioned in Article VIII of the foregoing instrument.

Mrs. L. E. Hinton

Mrs. W. A. Van Engelen

SUBSCRIBED and SWORN to before me this 21st day of July, 1952.

(SEAL)

Robert L. Bell
Notary Public for Idaho,
Residing at Twin Falls, Idaho.

Affidavit of Publication

STATE OF IDAHO,
COUNTY OF TWIN FALLS } ss.

N^o 4431

I, June Lee, being first duly sworn upon oath depose and say that I am clerk of the TIMES-NEWS, published daily, except Saturday, at Twin Falls, Idaho, and do solemnly swear that a copy of the notice or advertisement, as per clipping attached, was published in the regular and entire issue of said newspaper, and not in any supplement thereof, for

3 consecutive Thursdays, commencing with the issue dated June 19, 1952, and ending with the issue dated July 3, 1952.

And I do further certify that said newspaper is a consolidation, effective Feb. 16, 1942, the Idaho Evening Times, published theretofore daily except Sunday, and the Twin Falls News, published theretofore daily except Monday, both of which newspapers prior to consolidation had been published under said names in said city and county continuously and uninterruptedly during a period of more than twelve consecutive months, and said TIMES-NEWS, since such consolidation, has been published as a daily paper except Saturday, under said name in said city and county continuously, and uninterruptedly.

And I further certify that pursuant to Section 60-108 Idaho Code Thursday of each week has been designated as the day on which legal notice required by law or by order of any court of competent jurisdiction within the state of Idaho, to be published weekly, will be published; and that at the head of the editorial column of said combined newspapers, and in each issue thereof, Thursday is announced as the day on which said legal notices will be published.

Subscribed and sworn to before me this June 22 day of

July, 1952

W. W. Winters
Notary Public in and for the County of Twin Falls,
State of Idaho, residing at Twin Falls, Idaho.

NOTICE OF ELECTION

Notice is hereby given that, pursuant to the terms of Sections 30-1101 and 30-1102, Idaho Code, a special election will be held at 114 Main Avenue North, City of Twin Falls, County of Twin Falls, State of Idaho, at 12 o'clock noon on the first day of July, 1952, for the purpose of electing a board of six directors under which a proposed non-profit corporation, to be known as the Twin Falls Council of Camp Fire Girls, Inc., will operate. All present members of the Twin Falls Council of Camp Fire Girls are entitled to attend and vote.

Publish: June 19, 26, July 3, 1952.