



CERTIFICATE OF INCORPORATION  
OF

**BOYS' CLUB OF ADA COUNTY, INC.**

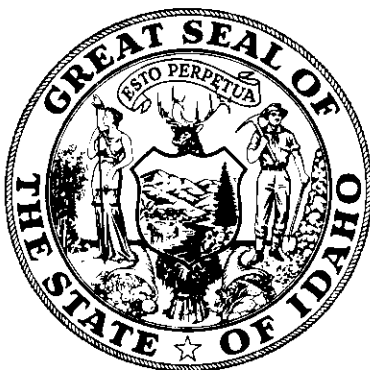
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

**BOYS' CLUB OF ADA COUNTY, 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 May 11, 19 63.



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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ARTICLES OF INCORPORATION  
SECRETARY OF  
STATE

BOYS' CLUB OF ADA COUNTY

The undersigned, acting as incorporators of a corporation under the Idaho Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Boys' Club of Ada County, Inc.

SECOND: The corporation shall be a non-profit corporation.

THIRD: The period of its duration is perpetual.

FOURTH: The purposes for which this corporation is formed and will be operated are exclusively educational and charitable; and furtherance of such purposes, and no other:

A. The specific and primary purposes are:

1. To promote the physical, mental, and moral well-being of boys by providing such means of education, recreation, and guidance as may seem most likely to achieve the desired ends.

B. The general purposes and powers are:

1. To operate and conduct clubhouses and camps for the education and recreation of boys.

2. To promote in every possible way programs and systems which will assist in the mental and physical development of boys, the creation of beneficial environment for such development, and in the elimination of detrimental influences.

3. To provide, raise, receive, and disburse funds and to hold property, both real and personal, for the purpose of, and relative to, the promotion of the physical, mental, and moral well-being of boys, and for

the purpose of carrying out the objectives hereinbefore and hereinafter set forth.

4. To receive gifts and contributions of real and personal property from the United States of America or any agency thereof, from the State of Idaho, or any subdivision or agency thereof, or from any charitable organization or any other person, firm or corporation.

5. The general purposes and powers are to have and exercise all rights and powers conferred on non-profit corporations under the laws of the State of Idaho.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are: None.

SIXTH: The address of the initial registered office of the corporation is 480 N. Latah, Boise, Idaho, 83704, and the name of its initial registered agent at such address is D. H. Skip Pierce.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is eight, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the members or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
D. H. Skip Pierce	480 N. Latah Boise, Idaho 83704
Richard L. Miller	<del>7848 Hammer Drive</del> <i>1391 Clear Creek Dr.</i> Boise, Idaho 83709
Dean Hovencamp	1127 Warm Springs Avenue Boise, Idaho 83702
Steven E. Bolen	4163 Grenadier Drive Boise, Idaho
Robert E. Brewton	3101 Kootenai Boise, Idaho 83705
Dave Edson	1203 Pike Boise, Idaho 83706

Dave Goss 407 W. Jefferson  
Boise, Idaho 83702

James P. Kaufman P.O. Box 2773  
Boise, Idaho 83701

EIGHTH: The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
D. H. Skip Pierce	480 N. Latah Boise, Idaho 83704
Richard L. Miller	<del>7848 Hummel Drive</del> <u>1301 Clear Creek Dr</u> Boise, Idaho 83709
Dean Hovencamp	1127 Warm Springs Avenue Boise, Idaho 83702
Steven E. Bolen	4163 Grenadier Drive Boise, Idaho
Robert E. Brewton	3101 Kootenai Boise, Idaho 83705
Dave Edson	1203 Pike Boise, Idaho 83706
Dave Goss	407 W. Jefferson Boise, Idaho 83702
James P. Kaufman	P.O. Box 2773 Boise, Idaho 83701

NINTH: This corporation is one which does not contemplate pecuniary gain or profit to the members thereof, and it is organized solely for charitable non-profit purposes. Any and all property, both real and personal, which may be owned by this corporation at any time is and shall always be specifically and irrevocably dedicated to charitable purposes such as will allow the corporation to qualify as a tax-exempt organization under both §501(c)(3) of the Internal Revenue Code of the United States of America and §63-105(C) of the Idaho Code. Upon the winding up and dissolution of this corporation, and after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which:

1. Is organized and operated exclusively for charitable, educational, religious, or scientific purposes;

2. Has specifically and irrevocably dedicated any property it may own solely to charitable purposes; and

3. Has established its tax-exempt status under §501(c)(3) of said Internal Revenue Code and §63-105(C) of the Idaho Code. If this corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by order of the district court of the county in which the corporation's principal office is located, upon petition thereof by the Attorney General of the State of Idaho, or by any person concerned in the liquidation.

TENTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services and to make payments and distributions in furtherance of the purposes as previously set forth herein. No part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

ELEVENTH: Upon the dissolution of the organization, or liquidation of its affairs, and after satisfaction of all its obligations, those legally authorized to liquidate the same shall promptly transfer title to all remaining property to the Boys' Club of America or to some other non-profit institution organized for the purposes similar to the stated purposes of this club.

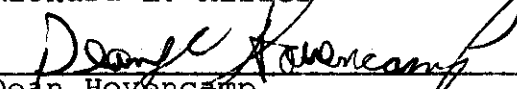
Any of such assets not disposed of shall be disposed of by a court of competent jurisdiction in which the principal office


of the corporation has been located, exclusively for such purposes or through such organization or organizations as the court shall determine which are organized and operated exclusively for such purposes.

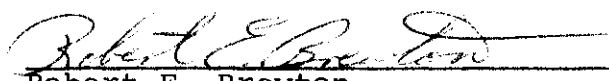
WE, THE UNDERSIGNED, being each one of the original incorporators hereinbefore named for the purpose of forming a non-profit corporation to operate within the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seals this 21<sup>st</sup> day of October, 1980.

  
D. H. Skip Pierce

  
Richard L. Miller

  
Dean Hovencamp

  
Steven E. Bolen

  
Robert E. Brewton

  
Dave Edson

  
Dave Goss

  
James P. Kaufman