



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

GEM COUNTY HISTORICAL SOCIETY, INCORPORATED

was filed in the office of the Secretary of State on the **thirty-first** day
of **August** **A. D. One Thousand Nine Hundred** **seventy-two** and
is ~~to be~~ recorded on ~~Film No.~~ microfilm of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
Perpetual Existence from the date hereof, with its registered office in this State located at
Emmett, Idaho in the County of **Gem**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

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 **31st** day of **August**
A.D., 19 **72**

Secretary of State.

ARTICLES OF INCORPORATION OF
GEM COUNTY HISTORICAL SOCIETY, INCORPORATED

KNOW ALL MEN BY THESE PRESENTS 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 provisions of Chapter 10, Title 30, Idaho Code, 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 the Gem County Historical Society, Incorporated.

ARTICLE II

The purpose of this corporation shall be to bring together persons interested in the history of Gem County; to promote further interest in the heritage of this area; to gather information, objects, and materials relative to its history and development; to carry on educational programs concerning the region; 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; to sell, convey, dispose of, or exchange both real or personal property, and 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 corporations of like character, 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, and not prohibited for non-profit corporations qualifying under section 501C, United States Internal Revenue Code, but not for pecuniary profit.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

Qualifications of members shall be provided in By-laws of the corporation. A membership certificate shall be issued to each member. The rights and interests of all members shall be equal, and no member shall have or acquire greater interest therein than any other member, and no member shall hold more than one certificate of membership in this corporation. This corporation shall never issue any capital stock. No member of the corporation shall ever receive any part of the net earnings of said corporation, but he shall not be debarred from receiving payment for services actually rendered or material furnished, and each member agrees that all funds of this corporation shall be used solely and exclusively to carry out and to attain the objectives of this corporation.

ARTICLE V

The number of directors of this corporation shall be not less than five nor more than thirty, each of whom shall be members of this corporation, and the number, qualifications, and terms of office, manner of election, time and place of calling meetings, and powers and duties of the directors shall be prescribed in the By-laws of the corporation. The board of directors shall have power to conduct all the affairs of the corporation.

ARTICLE VI

The officers of this corporation shall be a president, vice-president, secretary, and treasurer, and such other officers as the board of directors shall deem necessary. Each of the officers shall have such powers as are conferred by the By-laws of the corporation. Officers shall be chosen by and shall hold office during the pleasure of the board of directors.

ARTICLE VII

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 VIII

In the event of dissolution of this corporation, the disposal of assets or property shall be determined at the time of such dissolution

by the directors, provided that such assets or property may be transferred only to a non-profit corporation or an agency of government duly qualified under the regulations of Section 501C, United States Internal Revenue Code, and having objects or purposes similar to those to which this corporation is devoted; provided further that in no event shall any of the assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such members, or for any other such purpose, it being the intent that in the dissolution of this corporation, or upon its ceasing to carry out the objects 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 the purposes of this corporation.

ARTICLE IX

These articles may be amended after 10 days written notice to all members, by a majority of the members voting at a regular meeting or at a special meeting called to consider amendments.

ARTICLE X

The registered office of this corporation is at Emmett, Idaho 83617.

The names and addresses of the incorporators are:

DAVE H. VAHLBERG RT. III, EMMETT, IDAHO

ELAINE WALDNER OLA, IDAHO

RUTH LYON Box 235 EMMETT, IDAHO

MABEL ELDRIDGE SWEET, IDAHO

KEITH REYNOLDS RT. II, EMMETT, IDAHO

L. E. BOLT 500 EVERGREEN DR, EMMETT, IDAHO

IN WITNESS WHEREOF, the parties hereto have hereunto set their
hands and caused this instrument to be executed in triplicate this 30th day
of AUGUST, 1972.

Dave Vahlberg
Elaine Waldner
Ruth Lyon
Mabel Eldridge
Keith Reynolds
L. E. Bolt

STATE OF IDAHO)
) ss.

County of Gem)

On this 30th day of AUGUST, 1972, before me the undersigned, a notary
public in and for the State of Idaho, personally appeared

DAVE H. VAHLBERG, ELAINE WALDNER, RUTH LYON, MABEL ELDRIDGE,
KEITH REYNOLDS, L. E. BOLT

personally known by me to be the persons whose names are subscribed to the foregoing
Articles of Incorporation, and severally acknowledged to me that executed the same.

Janie Ferraro

Notary Public in and for said State, residing
at EMMETT, therein.