



Department of State

CERTIFICATE OF INCORPORATION

PETE T. CENARRUSA

I, ~~ARNOLD WILLIAMS~~, 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

CINEMA CIRCLE, INC.

was filed in the office of the Secretary of State on the **sixth** day of **May** A. D. One Thousand Nine Hundred **seventy** and **to be** is duly recorded on ~~film~~ **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 **Boise, Idaho** in the County of **Ada** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative 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 **6th** day of **May**, A.D., 19 **70**.

Secretary of State.

ARTICLES OF INCORPORATION OF
CINEMA CIRCLE, INC.

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, residents of the State of Idaho have associated, and do hereby associate themselves together, for the purpose of forming a corporation under the statutes of the State of Idaho.

ARTICLE I

The business and purpose of this corporation shall be to present motion pictures as both an art and a means of communication to a select and limited membership. Said films will be of a type and nature not normally seen in commercial movie houses, and shall represent film as an art through the 'avante garde' of established film makers and the experimental films of young directors. To represent the cinema as a means of communication and a vehicle of social change.

ARTICLE II

The name of said corporation shall be CINEMA CIRCLE, INC., and its location shall be in Boise, Ada County, Idaho.

ARTICLE III

The corporation shall be nonstock and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE IV

The general officers of the corporation shall be a president, vice-president, secretary, and treasurer, and the offices of secretary and treasurer may be combined. The number of directors shall be five.

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ARTICLE V.

The principal duties of the president shall be to preside at all meetings of the members and the board of directors and to have a general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatever, of the latter.

The principal duties of the secretary shall be to counter-sign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereto, and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records and documents belonging to the corporation, or in any wise pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep and account for all moneys, credits, and property, of any and every nature, of the corporation, which shall come into his hands, and keep an accurate account of all moneys received and disbursed, and proper vouchers for moneys disbursed, and to render such accounts, statements and inventories of moneys received and disbursed, and of money and property on hand, and generally of all matters pertaining to his office as shall be required by the board of directors.

The board of directors may provide for the appointment of such additional officers as they may deem for the best interests of the corporation.

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Whenever the board of directors may so order, any two offices, the duties of which do not conflict, may be held by one person.

The said officers shall perform such additional or different duties as shall from time to time be imposed or required by the board of directors, or as may be prescribed from time to time by the by-laws.

ARTICLE VI

The officers shall be elected by the directors, who shall first be elected by the members of said corporation.

ARTICLE VII

The method and conditions upon which members shall be accepted and discharged or expelled shall be as follows:

- (a) Each member shall be required to purchase a membership, the fee charged for such membership shall be set by the Board of Directors. and memberships shall be purchased for a period of one year.
- (b) Members shall not be accepted, discharged or expelled except by a 2/3 majority vote of the board of directors.

ARTICLE VIII

These articles may be amended in the manner provided by statute at the time of amendment.

ARTICLE IX

The names and residences of the persons forming this corporation are:

Sharon L. Brown, 1511 N. 11th St., Boise, Idaho
Robert F. Ensley, 1511 N. 11th St., Boise, Idaho
William Guire, 1809 N. 8th St., Boise, Idaho
Annette Shippey, 1809 N. 9th St., Boise, Idaho
Verna Vincent, 1515 N. 11th St., Boise, Idaho

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ARTICLE X

The duration of this corporation shall be unlimited and perpetual.

ARTICLE XI

All members of the corporation shall be equal, and no member can have or acquire a greater interest therein than any other member.

ARTICLE XII

The Directors shall have power, by a 2/3 majority vote, to repeal and amend the By-Laws and adopt new By-Laws of the corporation.

Sharon L. Brown
Verna C. Vincent
Annette B. Shippy
William M. Guire
Robert F. Ensley

STATE OF IDAHO }
County of Ada } SS.

On this 1 day of May, 1970, before me, a Notary Public in and for said State, personally appeared

SHARON L. BROWN, ROBERT F. ENSLEY, WILLIAM GUIRE,
ANNETTE SHIPPY and VERNA VINCENT

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.

Virginia F. Bennett
Notary Public for Idaho
Residing at Boise, Idaho.

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