

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

FOUNDATION FOR NEW AMERICAN FAMILY TRADITIONS, INC.

File number C 112688

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 FOUNDATION FOR NEW AMERICAN FAMILY TRADITIONS, 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: November 16, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sonya Herold*

Nov 16 8 45 AM '95  
SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
FOUNDATION FOR NEW AMERICAN FAMILY TRADITIONS, INC.

Prepared by:  
THE PROHASKA LAW FIRM

*Coeur d'Alene Office*  
P.O. Box 2226  
Coeur d'Alene, Idaho 83816-2226  
(208) 664-9228

*Sandpoint Office*  
P.O. Box 2050  
Sandpoint, Idaho 83864-0906  
(208) 265-4506

ARTICLES OF INCORPORATION  
OF  
FOUNDATION FOR NEW AMERICAN FAMILY TRADITIONS, INC.

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

Article I Name

The name of the Corporation is FOUNDATION FOR NEW AMERICAN FAMILY TRADITIONS, INC.

Article II Nonprofit Status

The Corporation is a nonprofit corporation.

Article III Period of Duration

The period of duration of the Corporation is perpetual.

Article IV Registered Office and Agent

The location of the Corporation is in the City of Coeur d'Alene, County of Kootenai, and in the State of Idaho. The address of the initial registered office is 1700 Hayden View Drive, Coeur d'Alene, Idaho 83814 and the name of the initial registered agent at this address is JACK LEE SMILEY.

Article V Purposes

The purposes for which the Corporation is organized and will be operated are as follows:

A. To transact any lawful activity or business in which a nonprofit corporation may engage.

B. Charitable, religious, educational, or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such section 501(c)(3).

IDAHO SECRETARY OF STATE  
11/16/95 9:00:00 AM  
Customer # 22291  
IVC950024574 16384  
CORPORATION NON PROFIT

1 @ 30.00 = 30.00

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

#### Article VI Limitations

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of Corporation shall be for 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. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

#### Article VII No Members

The corporation shall not have any members.

#### Article VIII Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

NAME	ADDRESS
(1.) JACK LEE SMILEY	1700 Hayden View Drive Coeur d'Alene, Idaho 83814;
(2.) CHARLES RYAN	2920 East Riverview Drive Coeur d'Alene, Idaho 83814; and
(3.) FERNANDO ORMOS	12480 Emerald Hayden, Idaho 83835.

#### Article IX Distribution on Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

#### Article X Incorporator

The name and street address of the incorporator is JACK LEE SMILEY.

#### Article XI Bylaws

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

These Articles of Incorporation of FOUNDATION FOR NEW AMERICAN FAMILY TRADITIONS, INC. shall be and are hereby adopted on this 14 day of November, in the year 1995.

  
\_\_\_\_\_  
JACK LEE SMILEY  
Incorporator