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Department of State.

CERTIFICATE OF INCORPORATION OF

THE IDAHO AMERICAN LEGION GOLF ASSOCIATION INCORPORATED

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 THE IDAHO AMERICAN LEGION GOLF ASSOCIATION INCORPORATED, 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.

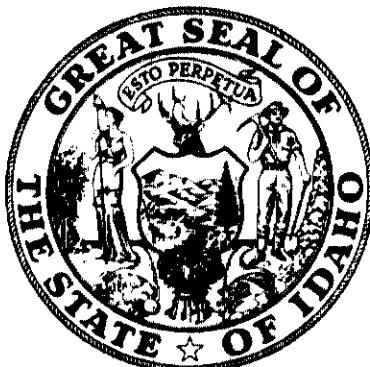
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated April 9, 19 90.

Pete T. Cenarrusa

SECRETARY OF STATE

John W. Clark
Corporation Clerk



ARTICLES OF INCORPORATION
OF
THE IDAHO AMERICAN LEGION GOLF ASSOCIATION
INCORPORATED

4-9-May-73
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENT: That we the undersigned, each of whom is a natural person and a citizen of the United States of America, over and above the age of twenty-one years, and each of whom is a member of The Idaho American Legion Golf Association of The American Legion, Department of Idaho, an ex-service men's association, and each of whom is a duly elected director of The Idaho American Legion Golf Association of The American Legion Department of Idaho Incorporated, and all other members of said association have and do hereby voluntarily associate ourselves together for the purpose of forming, and do hereby form, a Social and Benevolent Corporation under the laws of the state of Idaho, and we do hereby set forth, declare and certify:

First: - That the name of this corporation is:

THE IDAHO AMERICAN LEGION GOLF ASSOCIATION INCORPORATED

Second: - That the purposes for which this corporation was formed are to cultivate social intercourse among its members and assist in improving the health and physical condition of its members; to manage and conduct entertainments, amusements, diversions, excursions, athletic contest and social meetings of its members; to promote and conduct entertainments, athletic contest, excursions, amusements and diversions to defray the expenses of this corporation; to promote and encourage the sport, pleasure, exercise and recreation of its members and others, and to enter into any and all contracts necessary in conducting its affairs; and do any and all other things whatsoever which may be requisite, expedient, necessary or proper in and about the carrying out of the purposes and objects, for which this corporation is formed.

To borrow money without limit as to amount for any purpose or purposes of this corporation, whether secured or unsecured, and to make, execute, issue, and deliver therefor notes, bonds, debentures, or other evidences of indebtedness of any kind or kinds whatsoever, and to secure the payments of the same by mortgage, pledge or otherwise upon any or all property, both real and personal, or real or personal, belonging to or owned by thiscorporation, at the time of the giving of such security, or to be acquired by it subsequent thereto.

To lease, purchase, or otherwise acquire, own, hold, manage, use, operate, sell, transfer and/or convey such real and/or personal property as may be necessary, expedient, proper and/or appropriate to the carrying out of the purposes herein mentioned; to build, construct, erect and/or otherwise acquire such buildings, memorials, club houses and/or other structures as may be necessary, expedient, proper and/or appropriate to carryingout of the purposes of this corporation and to lease, purchase, or otherwise acquire, own, hold, manage, use, operate, sell, transfer and/or convey any or all such buildings, memorials, club houses and/or other structures; to take and receive donations of real and/or personal property by gift, grant, devise, bequest, or otherwise, and to own, hold, manage, lease, use, operate, sell, transfer and/or convey any or all such property

To do each and everything essential, suitable, convenient, or proper for the accomplishment of the purposes herein set forth or for the protection, extension, development or benefit of this corporation, or any of its property.

It is hereby expressly provided that the foregoing enumeration of purposes shall not be held to limit or restrict in any manor the general powers of this corporation.

Third: - That the duration of this corporation shall be perpetual.

Fcurth: - That he place where the principal business of this corporation is to be transacted is Boise, Idaho, and the location and post-office address in the State of Idaho, is 901 Warren 83706, Idaho.

Fifth: - That there are no authorized shares of stock in this corporation, and that there is no capital stock, and there are no shares of stock.

Sixth: - That this is a social and benevolent corporation, and pecuniary profit is not its object.

Seventh: - That each member in good standing of The Idaho American Legion Golf Association of The Department of Idaho is a member of this corporation, and each person, who shall hereafter become a member of said association, shall ipso facto become a member of this corporation, and each member of said association shall be and remain a member of this corporation, as long as he shall be a member of said association, in good standing, and no other qualification, election or admission to membership shall be required. Loss of membership in said association shall ipso facto constitute a loss of membership in this corporation.

Eighth: - That the number of directors of this corporation shall be three (3) who shall be the President, Secretary, and District Representative from each American Legion District of this Department. Each shall be a member of this corporation, and no other qualification shall be required.

Ninth: - That the name and address of the directors and initial incorporators of this corporation, who have been elected for the year and until the election and qualification of their successors, are as follows:

THOMAS A. MOORE, President 7878 Stirrup Boise, Idaho 83709

HAROLD COLLETT, Vice-President Rt. B Box 265 Grandview, Idaho 83264

ALAN G. LANCE, Membership Chairman 1370 Eggers Place Meridian, Idaho 83642

Tenth: - By-Laws for this corporation may be adopted, repealed or amended at any annual membership meeting, or at any special meeting of the members called for that purpose by the written consent, duly acknowledged in the same manner as conveyances of real estate are required by law to be acknowledged of a majority of the members of this corporation, which written consent may be in one or more Instruments.

Eleventh: - One-tenth (1/10th) of the membership of this corporation shall constitute a quorum at any meeting of the members thereof.

Twelfth: - Registered agent: The initial registered agent of this corporation is:
ALLAN G. LANCE
77 E. Idaho
Box 814
Meridian, Idaho 83642

Thirteenth: - Voting - Each member of this Association shall have one (1) vote per member on each matter submitted to a vote of the membership.

Fourteenth: - The membership may from time to time adopt By-Laws of this corporation.

Dated This 9th day of April 1990.

Thomas A. Mease
Signature of President

Donald L. Lance
Signature of Vice-President

Alan G. Lance
Signature of Membership Chairman