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STATE  
IDHO

**ARTICLES OF INCORPORATION**

**OF**

**BENEWAH COUNTY COMMUNITY COALITION, INC.**

KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, all being over the age of eighteen (18) years, and for the purposes of forming a nonprofit corporation under the Idaho Nonprofit Corporation Act, hereby certify and adopt in duplicate the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the Corporation (hereinafter called the "Coalition") is BENEWAH COUNTY COMMUNITY COALITION, INC., and it is a nonprofit corporation.

**ARTICLE II  
DURATION**

The Coalition shall exist perpetually.

**ARTICLE III  
PURPOSES AND POWERS**

This Coalition does not contemplate the distribution of gains, profits, or dividends to its Members. The primary purpose of this corporation is to guide, educate and assist the community in working together on common problems and in seeking solutions that will strengthen our neighborhoods, families and schools.

**ARTICLE IV  
MEMBERS AND MEMBERSHIP**

The corporation shall have members, but the management of the affairs of the corporation shall be vested in the Board of Directors.

IDaho SECRETARY OF STATE  
10/28/2002 05:00  
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ARTICLES OF INCORPORATION - 1

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ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Coalition shall be at 701 College Avenue, St. Maries, Idaho 83861, and the registered agent at such address is Douglas Paul Payne.

ARTICLE VI  
BOARD OF DIRECTORS; INCORPORATOR

The affairs of this Coalition shall be managed by a Board of not less than three (3) and not more than seven (7) who shall be members of the Committee. The Board members who will manage the affairs of the corporation until their successors have been duly selected and qualified are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
Douglas Paul Payne	701 College Avenue, St. Maries, Idaho 83861
Kristi Payne	701 College Avenue, St. Maries, Idaho 83861
Connie Bisson	P.O. Box 79, St. Maries, Idaho 83861
Kay Cowin	1022 Park Drive, St. Maries, Idaho 83861
Virginia Bebee	P.O. Box 426, St. Maries, Idaho 83861

The name and address of the incorporator of this Coalition is as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
Douglas Paul Payne	701 College Avenue, St. Maries, ID. 83861

ARTICLE VII  
DISSOLUTION


Upon dissolution, liquidation, abandonment of the Coalition for any purpose, after adequately providing for the debts, liabilities and obligations of the Coalition, the Directors or person in charge of the liquidation shall dispose of all of the remaining assets thereto to such nonprofit organization or organizations as the Board of Directors shall determine.

ARTICLE VIII  
AMENDMENT OF ARTICLES

These Articles may be amended at any time and in any manner by the vote or written assent of sixty-seven percent (67%) of the total voting power of the Coalition; provided, however, that the percentage of the voting power necessary to amend a specific clause or provision herein shall not be less than the percentage of affirmative votes prescribed

for action to be taken under said clause or provision: and provided further that any such amendment shall not be inconsistent with the law.

For the purpose of forming this Coalition under the laws of the State of Idaho, the undersigned, being the incorporator of this Coalition, has executed these Articles of Incorporation on this 17~~th~~ day of October, 2002.

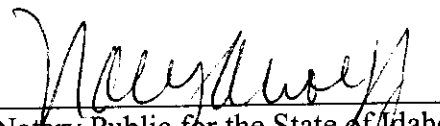
By:   
DOUGLAS PAUL PAYNE,  
Incorporator

STATE OF IDAHO    )  
                              ) ss.  
County of Benewah    )

On this 17 day of October, 2002, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared DOUGLAS PAUL PAYNE, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.



  
Notary Public for the State of Idaho  
Residing in St. Maries, Idaho  
My commission expires: 7/11/2006