

8/6/10

3:12 pm

ARTICLES OF INCORPORATION

OF

IDAHO DOMESTIC BIRD RESCUE & SANCTUARY, 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 Idaho Domestic Bird Rescue & Sanctuary, 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 Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is 3074 S. Bayou Bar Ave., Meridian, Idaho 83642. The Registered Agent of the Corporation is Cynthia Embree.

Article V
Purposes

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

A. To stop the cruel cycle of abandonment of domestic birds through rescue, rehabilitation, placement and education.

B. To humanely capture domestic birds that have been abandoned and bring them to the Corporation's sanctuary for care and medical treatment; to find rescued birds an appropriate and permanent home once they are healthy; to educate the public and domestic bird owners in the proper care of domestic birds, including proper nutrition and housing; and to advocate locally for decreasing domestic bird abandonment and educate the general public on the consequences to the deserted birds and local wildlife.

IDAHO SECRETARY OF STATE
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C. Charitable, religious, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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).

D. 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 contained in these Articles shall be deemed to authorize or permit the Corporation to carry on any business for profit or to exercise any power or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefore, may not at that time lawfully carry on or do.

E. Any other lawful purpose under the Act and/or the Internal Revenue Code.

Article VI **Members**

The Corporation shall not have members.

Article VII **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, succeeding Directors shall be elected by the members of the Corporation's Board of Directors in the manner and for the term provided in the Bylaws of the Corporation.

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

<u>NAME</u>	<u>ADDRESS</u>
Cynthia Embree	3074 S. Bayou Bar Ave., Meridian, Idaho 83642
Christine Lewis	3733 N. Lena Ave., Boise, Idaho 83713
Brandon Embree	3074 S. Bayou Bar Ave., Meridian, Idaho 83642

Article IIX **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 Act and the purposes of the Corporation. 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 IX
Incorporator

The name and street address of the incorporator is Cynthia Embree, 3074 S. Bayou Bar Ave., Meridian, Idaho 83642.

Article X
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 is authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors or by unanimous written consent in lieu of such meeting.

DATED this 6th day of August, 2010.



Cynthia Embree, Incorporator