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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
FRUITLAND BAND BOOSTERS, INC.**

**ARTICLE ONE
Name of the Corporation**

The name of the corporation is Fruitland Band Boosters, Inc.

**ARTICLE TWO
Period of Duration**

The period of its duration is perpetual.

**ARTICLE THREE
Corporate Purposes**

The purpose of the Association is to engage in any lawful activity, including, but not limited to, the purposes of promoting the educational opportunities of Fruitland High School students by providing administrative and organizational support to the Fruitland High School Band and to aid in fund raising and administration of funds for the activities of the Fruitland High School Band. To further these ends, the Association may receive gifts, bequests, grants, or other contributions, and may exercise all powers not inconsistent with the laws of the State of Idaho.

**ARTICLE FOUR
Statement of Non-profit Purposes**

The Association is not organized for a pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director, or individual.

**ARTICLE FIVE
Registered Agent and Address**

The address of the corporation's initial registered office is 1552 Island View Ct., Payette, Idaho, 83661. The name of its official registered agent at such address is Joel Williams.

**ARTICLE SIX
Initial Incorporator**

The name and address of the initial incorporator is:

Barbara Morris

IDAHO SECRETARY OF STATE
01/10/2002 05:00
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P.O. Box 585
Fruitland, Idaho 83619

ARTICLE SEVEN
Address for Notices

The address where notices may be mailed is:

Fruitland Band Boosters
c/o Mike Koto
7650 Denver Rd.
Fruitland, Idaho 83619

ARTICLE EIGHT
Directors

The number of Directors constituting the initial Board of Directors of the Association is three (3), and the names and addresses of the persons who are to serve as the initial Directors are:

Name	Address
<u>Mike Koto</u>	<u>7650 Denver Rd., Fruitland, ID 83619</u>
<u>Teresa J. Howard</u>	<u>4630 Speas Rd., Fruitland, ID 83619</u>
<u>Betty Ledington</u>	<u>2700 SW 3rd Ave, New Plymouth, ID 83655</u>
<u>Barbara Morris</u>	<u>PO Box 585, Fruitland, ID 83619</u>

ARTICLE NINE
Election of Directors, etc.

The number, qualifications, terms of office, manner of election, time and place, manner of calling meetings, and the powers and duties of the directors shall be prescribed by the bylaws.

ARTICLE TEN
Membership

Members of the Association shall consist of volunteers from the Fruitland, Idaho, community. Each member is entitled to one vote on each matter voted on by the members. The conditions and regulations of membership and the rights and other privileges of the members shall be determined and fixed by the bylaws of the Association.

ARTICLE ELEVEN
Officers

The general officers of the Association shall be President, Secretary, and Treasurer with such other officers as may be established from time to time by the Board of Directors. The

officers shall be elected by the members of the Association in the manner prescribed by the bylaws. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary. The duties and responsibilities of officers shall be as set forth in the bylaws of the Association.

ARTICLE TWELVE

Liability of Directors and Officers

The personal liability of a director or officer to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer is hereby eliminated and no director or officer shall have personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer, except that the personal liability of a director or officer to the corporation or its stockholders for any breach of the director's or officer's duty of loyalty to the corporation or its stockholders, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law shall not be eliminated and the personal liability of a director or officer to the corporation or its stockholders for the liability imposed by the corporate code shall not be eliminated and the personal liability of a director or officer to the corporation or its stockholders for any transaction from which the director or officer derived a legally improper personal benefit shall not be eliminated.

ARTICLE THIRTEEN

Disposition of Assets Upon Dissolution

The balance, if any, of all money received by the Association from its operations, after payment in full of all debts and obligations of the Association of whatever kind or nature, shall be used and distributed exclusively for charitable and educational purposes.

Dated this 8th day of August, 2001.

Barbara Morris
Barbara Morris - INCORPORATOR
Telephone: (208) 452-4233