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improvement, and advancement of the arts; to hold competitions and exhibitions; to encourage, develop, and foster the appreciation of music in all its forms, and of all aspects of musically-related performing and creative arts.

B. To carry out charitable, religious, educational, or scientific purposes 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).

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 the 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 Members.

The Corporation shall have members who shall have such rights as are provided in the Act that are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Any person may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors and compliance with such conditions of membership that may be established from time to time by the Board of Directors.

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 Members 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:

<u>NAME</u>	<u>ADDRESS</u>
Jeffery J. Crandall	1764 E. Wilbur Coeur d'Alene, Idaho 83814
Harold Smart	5927 Silver Pine Court Coeur d'Alene, Idaho 83814
Marilyn Montgomery	9100 Clarkview Point Hayden Lake, ID 83835
Jim Williams	9687 Easy Street Hayden Lake, ID 83835
Ronn Rich	125 Ironwood Drive Coeur d'Alene, ID 83814
Ernest Fokes	9100 Clarkview Point Hayden Lake, ID 83835
Max J. Faller	2102 Fairway Drive Coeur d'Alene, ID 83814
Bobbie Toliver	1405 Highwood Lane Coeur d'Alene, ID 83814
Sally Howell	S. 201 Greensferry Rd. Post Falls, ID 83854
Anna Rolphe	112582 Strahorn Hayden Lake, ID 83814

Shirley Thagard	A-1 Tobler Rd. Hayden, ID 83835
Dan Clark	307 Sherman Avenue Coeur d'Alene, ID 83814
David Richards	P.O. Box 1825 Hayden Lake, ID 83835
Josephine Webb	301 1st Avenue, #503 Coeur d'Alene, ID 83814
Roger Torgerson	P.O. Box 1340 Coeur d'Alene, ID 83816
Peter Wagstaff	3847 Nicklaus Drive Coeur d'Alene, ID 83815
Liese Thompson	P.O. Box 2711 Hayden, ID 83835
Jim Hail	6026 Sundance Drive Coeur d'Alene, ID 83815
Matt Matthews	11365 N. Friar Drive Hayden, ID 83835

Article IX Membership Dues.

Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe. Conditions of membership and procedures for the suspension or termination of a membership by the Corporation may be established from time to time by the Board of Directors and recorded in the minutes of the proceedings of the Board of Directors.

Article X 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 XI Incorporator.

The name and street address of the incorporator is Jeffery J. Crandall, 1620 B Northwest Blvd., Ste. 300, Coeur d'Alene, Idaho 83814.

Article XII 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.

DATED this 22nd day of May, 2000.


JEFFERY J. CRANDALL
Incorporator