

**ARTICLES OF INCORPORATION**

**OF**

**NITER EXCITER, INC.**

**FILED EFFECTIVE**  
2013 JUN 20 AM 9:03  
SECRETARY OF STATE  
STATE OF IDAHO

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 OF CORPORATION**

The name of the Corporation is NITER EXCITER, INC.

**ARTICLE II  
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 Grace, County of Caribou, and in the State of Idaho. The address of the initial registered office is 1954 Niter Bench Road, Grace, Idaho 83241, and the name of the initial registered agent at this address of Josh Gibbs.

**ARTICLE V  
PURPOSES**

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

A. Promoting social welfare and common good of the people of the Village of Niter, Idaho, and seeking to bring about civic betterment and social improvements in the Village of Niter within the meaning of Section 501(c)(4) 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 Section 501(c)(3) and (4).

IDAHO SECRETARY OF STATE  
06/20/2013 05:00  
CK: 69748 CT: 1188 BH: 1378953  
1 @ 30.00 = 30.00 INC NONP # 2

C198844

B. To promote charitable, educational and/or recreational purposes within the Village of Niter.

C. To promote civility and congeniality and lessen neighborhood tensions and prejudice within the Village of Niter.

D. To promote recreation, pleasure, public service and beautification within the Village of Niter.

E. 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)(4) of the Internal Revenue Code, as amended from time to time.

#### **ARTICLE VII NO MEMBERS**

The corporation shall not have any members.

#### **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, which number shall be no less than three. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors

shall be elected by the existing Directors of the Corporation 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:

NAME

ADDRESS

Josh Gibbs

1954 Niter Bench Rd, Grace, Idaho 83241

Jennie Gibbs

1954 Niter Bench Rd, Grace, Idaho 83241

Marc Gibbs

632 Highway 34, Grace, Idaho 83241

Bonnie Gibbs

632 Highway 34, Grace, Idaho 83241

**ARTICLE IX  
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, 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 X  
INCORPORATOR**

The name and street address of the incorporation is Josh Gibbs, 1954 Niter Bench Road, Grace, Idaho 83241.

**ARTICLE XI  
BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 18<sup>TH</sup> day of June, 2013.

  
JOSH GIBBS