

Department of State.

CERTIFICATE OF INCORPORATION OF

WENDELL COMMUNITY ARTS COUNCIL, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of WENDELL COMMUNITY
ARTS COUNCIL, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received
in this office and are found to conform to law.

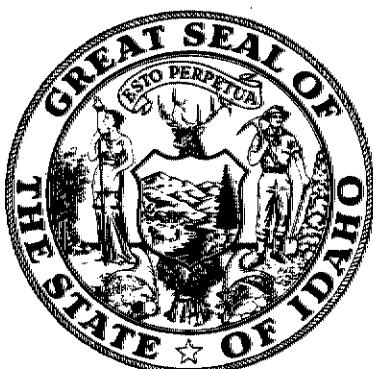
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated

July 16,

87

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Pete T. Cenarrusa
SECRETARY OF STATE

Sandra Mankey
Corporation Clerk

ARTICLES OF INCORPORATION RECEIVED
OF THE SEC. OF STATE
WENDELL COMMUNITY ARTS COUNCIL, INC. 87 JUL 16 AM 9 09

The undersigned, acting as incorporators of a non-profit corporation under the Idaho Non-Profit Corporation Act, adopt the following Articles of Incorporation for such Corporation.

I

The name of the Corporation shall be the Wendell Community Arts Council, Inc.

II

The period of its duration shall be perpetual.

III

The purpose for which this Corporation is organized is to broaden the scope and interests of the community through exposure to and activities in a cultural arts program and to provide a backdrop for local talent.

No part of the net earnings of the Corporation shall inure to the benefits of, or be distributed 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 the foregoing paragraph hereof. No substantial part of the activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

Additionally, the Corporation shall not carry on any other activities not permitted to be carried on either by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the

corresponding provisions of any future United States Internal Revenue law).

Upon dissolution of the Corporation, the board of directors shall, after paying or making provision for payment of all liabilities of the Corporation, dispose of all the assets of the Corporation either for the furtherance of the purpose of the organization or to such organizations which are organized and operated exclusively for charitable, educational, literary, or scientific purposes and which shall, at that time, qualify as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue law). Any assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine.

IV

The address of the initial registered office of the Corporation is Rt. #1, Box 23, Wendell, ID 83355, and the name of its initial registered agent at such address is Ralph Daniels.

V

Membership in the Corporation will be open to any persons or entities interested in the purpose of the Corporation.

VI

The number of directors constituting the initial board of directors of the Corporation is five (5), and the names and addresses of the persons who are to serve as Directors are:

NAME	ADDRESS
Louise Harbaugh	Rt. #1, Box 101 Wendell, ID 83355
Ramona Allen	1719 East 3400 South Wendell, ID 83355
Ralph Daniels	Rt. #1, Box 23 Wendell, ID 83355

Janice Haftorson

c/o P.O. Box 96
Wendell, ID 83355-0096

Jack Hyder

c/o P.O. Box 546
Wendell, ID 83355-0546

VII

The names and addresses of the persons who are the
incorporators are:

NAME ADDRESS

Ralph Daniels Rt. #1, Box 23
Wendell, ID 83355

Louise Harbaugh Rt. #1, Box 101
Wendell, ID 83355

DATED this 15th day of July, 1987.

Ralph Daniels
Ralph Daniels

Louise Harbaugh
Louise Harbaugh

STATE OF IDAHO)
) ss.
County of Gooding)

On this 15th day of July, 1987, before me, the undersigned, a Notary Public in and for said State, personally appeared before me the above named incorporators, and, being first duly sworn, declared that each is an incorporator of the WENDELL COMMUNITY ARTS COUNCIL, INC., that they signed the foregoing Articles of Incorporation as an incorporator of the Corporation, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the same day and year in this Certificate first above written.

Janice Batchelder
NOTARY PUBLIC FOR IDAHO
Residing at Wendell, Gooding County
Commission Expires: 4-18-88