

# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

#### FRANKLIN COUNTY T.V. NONPROFIT CORPORATION

was filed in the office of the Secretary of State on the **Fourteenth** day of **August**, A. D. One Thousand Nine Hundred **Sixty-four** and is duly recorded on Film No. **129** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Preston** in the County of **Franklin** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **14th** day of **August**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF FRANKLIN COUNTY T.V.  
NONPROFIT CORPORATION  
\* \* \* \* \*

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a nonprofit corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

FIRST: That the name of this nonprofit corporation shall be:

FRANKLIN COUNTY T.V.  
NONPROFIT CORPORATION

SECOND: That the purpose for which said persons have associated themselves together and formed this nonprofit corporation are as follows:

(a) To furnish better TV service for the people of Franklin County who become members of this association.

(b) To enter into any contract or agreement on a cooperative nonprofit basis for the installation of a TV relay station or booster station or facility so as to improve the TV reception in Franklin County for the members of this association.

(c) To purchase, or otherwise acquire, own, hold, and lease such real and personal property as is necessary or convenient to carry out the general purposes of this association.

(d) To enter into, make, perform, and carry out contracts of any kind and for the lawful purpose for which this association has been set up on a nonprofit basis with any person, firm, association, municipality, or corporation, it being provided, however, that the purpose of such contract is not directly or indirectly for the purpose of fixing the price or regulating the production of any article of commerce or production of the soil or of consumption to the people.

(e) The several clauses contained in this statement of purposes shall be construed as general purposes and of general powers and the statements contained in or inference from, the terms of any other clause shall be regarded as independent purposes and powers of a nonprofit corporation; and no recitation, expression, or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers of a nonprofit corporation permitted by the laws of the State of Idaho not inconsistent herewith are hereby included.

THIRD: That the County in the State of Idaho where the principal office for the transaction of the business of this nonprofit corporation is to be located in the city of Preston, County of Franklin, State of Idaho. That the post office address is:

FRANKLIN COUNTY T.V.  
NONPROFIT CORPORATION  
PRESTON, IDAHO

FOURTH: Membership certificates in this association shall show that all interests of members are equal and all rights therein shall be equal, and no member can have or acquire a greater interest therein than any other member. That this association and nonprofit corporation shall not issue any capital stock, but shall issue only membership certificates to each member thereof. That membership certificates cannot be assigned. That cancellation and membership certificates may be fixed by the resolution of the Board of Directors and under such regulations as the By-laws may prescribe.

FIFTH: That by-laws of this nonprofit corporation may, for the purpose of governing the affairs of the members of said association, in addition to other provisions prescribed by law, provide for:

(a) The number and qualification of members and the terms and conditions of admission.

(b) The time, mode, conditions and effect of expulsion or withdrawal from and of restoration to membership.

(c) The assignment or transfer of the interest of members, the manner of determining the value, if any, of such interest, and the purchase by the association, at its option, of such interest, upon the death, withdrawal or expulsion of a member.

(d) Fees for admission, assessments or dues to carry on the business of the association and reimbursement for services rendered and expenses incurred by the association for its members, the time of payment and manner of collecting amounts due and for forfeiture of the interest of a member in the association for nonpayment thereof.

(e) Contracting, securing, paying and limiting the indebtedness of the association; and,

(f) Other regulations not repugnant to the laws of the state and consonant with the objects of the association.

SIXTH: That the names of the persons who have associated themselves together as incorporators and who shall constitute the first Board of Directors, and who shall manage this nonprofit corporation during the first year, and until new directors are elected and qualified, are as follows:

Burton C. Martin  
Preston, Idaho

Archie Lott  
Weston, Idaho

J. Walter Ross  
Preston, Idaho

Ross Rasmussen  
Preston, Idaho

A. N. Vendell  
Preston, Idaho

Kenneth Porter  
Whitney, Idaho

Grant Farnes  
Preston, Idaho

Lee Berquist  
Preston, Idaho

Sterling Bingham  
Weston, Idaho

Dennis Ralphs  
Clifton, Idaho

(a) That each and all of the incorporators herein named are citizens of the United States and over the age of 21 years.

SEVENTH: That this nonprofit corporation shall be and shall continue perpetually or until dissolved by operation of law or by action of the Board of Directors or by the majority vote of the members.

EIGHTH: That the original officers of this incorporated nonprofit association shall be: Burton C. Martin, President; Archie Lott, Vice President; J. Walter Ross, Secretary; Ross Rasmussen, Treasurer.

IN WITNESS WHEREOF the persons named as directors and incorporators have hereunto set their hands this 12<sup>th</sup> day of Aug., 1964.

Burton C. Martin

Archie Lott V. P.

Kenneth S. Porter

J. Walter Ross

Ross Rasmussen

Dennis Ralphs

Kent Christensen  
Sterling Bingham

Lee Bergquist  
Grant G. James  
A. N. Wendell

STATE OF IDAHO )  
COUNTY OF FRANKLIN ) : SS

On this 12<sup>th</sup> day of Aug., 1964, before  
me William L. Nelson, a Notary Public of Franklin  
County Idaho, personally appeared

Dennis C. Palphus

Ross Hammer

A. N. Wendell

Archie Lott

Kenneth L. Pate

Lee Bergquist  
Walter Ross

William A. Brigham

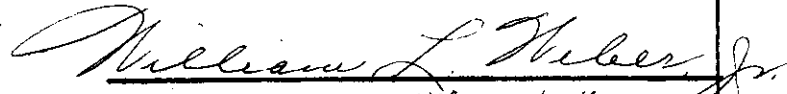
Burton C. Martin

Grant G. James

each and all of whom are personally known to me to be the same  
persons named and who have personally subscribed the foregoing  
articles of incorporation, and said persons appeared personally  
before me and each separately acknowledged that he signed and  
acknowledged the said instrument as his free act and deed for

the uses and purposes therein set forth.

WITNESS my hand and notary seal this 12<sup>th</sup> day of  
August, 1964, in this certificate last above written.



~~Ben D. Johnson~~ William L. Weber, Jr.

Notary Public for Idaho  
Residing at Preston, Idaho

MY COMMISSION EXPIRES FEB. 1, 1968