

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

WOOD RIVER FIRE & RESCUE VOLUNTEERS' ASSOCIATION, INC.  
File number C 112743

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 WOOD RIVER FIRE & RESCUE VOLUNTEERS' ASSOCIATION, 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: November 22, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Anna Seibel*

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SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF THE

WOOD RIVER FIRE & RESCUE VOLUNTEERS' ASSOCIATION, INC.

The undersigned, acting as an incorporator of a nonprofit corporation organized and existing under and pursuant to the Idaho Nonprofit Corporation Act, I.C. §§ 30-3-1 to 30-3-145 (the "Act"), adopts the following Articles Of Incorporation ("Articles").

ARTICLE I -- Name

The name of the corporation is "Wood River Fire & Rescue Volunteers' Association, Inc." (the "Corporation").

ARTICLE II -- Nonprofit Status

The Corporation is a nonprofit corporation.

ARTICLE III -- 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 Hailey, state of Idaho. The address of the initial registered office is 116 E. Walnut Street, Hailey, Idaho, and the name of the initial registered agent at this address is Dave Avelar.

ARTICLE V -- Purposes

The purposes for which the Corporation is organized and will be operated are as a local association of employees as envisioned by I.R.C. § 501(c)(4) to provide assistance or charitable relief to persons who are the victims of fire, accident, or disaster, and to provide educational and recreational opportunities for its members.

ARTICLE VI -- Powers

The Corporation shall have all powers granted by law necessary and proper to carry out the purposes set forth herein, including, but not limited to, the power to accept donations of money, property (whether real or personal), or any other thing of value.

ARTICLES OF INCORPORATION - 1

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However, nothing herein shall be construed 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 may not at that time lawfully carry on or do.

#### **ARTICLE VII -- Limitations**

No part of the net earnings or assets of the Corporation shall be distributable to its members, officers, directors 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 on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activity not permitted to be carried on by a corporation exempt from federal income tax under sections 501(c)(3) or 501(c)(4) of the I.R.C.

#### **ARTICLE VIII -- Members**

The members of the Corporation shall be every person who is employed on a part-time or paid on call basis by Wood River Fire & Rescue as a firefighter, EMT (whether basic or advanced), or paramedic, who has paid his or her dues if such dues are authorized by the vote or consent of the members as set forth in these articles. The members shall have such rights as are provided in the Act that are consistent with the management authority granted by these Articles to the Corporation's Board Of Directors.

Membership dues may be required by the affirmative vote, or written consent, of eighty-five percent (85%) of the members. However, membership dues may not exceed fifteen dollars (\$15.00) per year.

#### **ARTICLE IX -- Board Of Directors**

The affairs of the Corporation shall be managed by its Board Of Directors. The number of directors serving on the board shall be fixed in accordance with the Corporation's bylaws. No person who is not a member of the Corporation may be a director. Other than the directors constituting the initial Board Of Directors (who are designated in these Articles), the Directors shall be elected by the members of the Corporation in the manner and for the term provided in the Corporation's bylaws.

The names and street address of the persons constituting the initial Board Of Directors are as follows:

<u>Name</u>	<u>Address</u>
Robin Sisiam	409 Birch Avenue Bellevue, Idaho 83313
Bob Pina	881 Deerfield Drive Hailey, Idaho 83333
Chris Theobald	305 S. 4th Avenue Hailey, Idaho 83333
David Avelar	711 East Croy, No. 4 Hailey, Idaho 83333

#### **ARTICLE X -- Distribution On Dissolution**

Upon dissolution of the Corporation, the Board Of Directors shall, after paying or making provision for the liabilities of the Corporation, distribute the assets of the corporation consistent with the primary purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under I.R.C. § 501(c)(3) in such manner as the board shall determine. Any such assets not so distributed shall be distributed by the District Court located in Blaine County exclusively for the purposes or to such organizations as such Court determines to be consistent with the primary purposes of the Corporation.

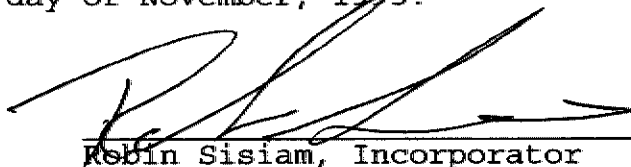
#### **ARTICLE XI -- Incorporator**

The name and street address of the incorporator is Robin Sisiam, 409 Birch Avenue, P.O. Box 1025, Bellevue, Idaho 83313.

#### **ARTICLE XII -- Bylaws**

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

DATED this 15 day of November, 1995.

  
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Robin Sisiam, Incorporator