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ARTICLES OF INCORPORATION

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OF THE

CASCADE PUBLIC SCHOOLS EDUCATIONAL FOUNDATION, INC.

The Articles of Incorporation of the CASCADE PUBLIC SCHOOLS EDUCATIONAL FOUNDATION, INC., a nonprofit corporation, are hereby stated as follows:

Article I

NAME

The corporate name shall be the CASCADE PUBLIC SCHOOLS EDUCATIONAL FOUNDATION, INC. (hereinafter referred to as the "Corporation").

Article II

DURATION

The Corporation shall exist perpetually.

Article III

PURPOSE AND POWERS OF THE CORPORATION

The Corporation is a nonprofit benefit corporation and is not organized for the private gain of any individual or entity.

The Corporation is organized under the Idaho Nonprofit Corporation Act for the purpose of promoting and advancing education in the public schools in the Cascade School District No. 422, and furthering the opportunities of worthy students to attend postsecondary education and such other educational activities as the Board of Directors may define from time to time, consistent with Internal Revenue Code Section 501(c)(3).

The internal affairs of the Corporation shall be governed by the duly adopted Bylaws, which shall be consistent with these Articles of Incorporation and the laws of the State of Idaho.

No part of the net earnings of the Corporation shall be distributed to its Directors.

The specific primary purposes for which the Corporation is formed are as follows:

1. To utilize the earned interest or other earnings of the Corporation's assets to fund, benefit, and enhance the opportunities of students in the Cascade School District, as determined by the Board of Directors or its designee, who graduate from Cascade Junior-Senior High School in accordance with the laws of the State of Idaho.

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2. To do, and engage in, any and all lawful activities that may be incidental or reasonably necessary to any of the forgoing purposes, and to have and exercise all other powers and authority now or hereafter conferred upon a not-for-profit organization under the laws of the State of Idaho and Internal Revenue Code Section 501(c)(3).

PROVIDED, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this Corporation, voluntarily or by operation of the law, the following provisions apply:

1. This Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.
2. No part of the net earnings shall inure to the benefit of or be distributed to its directors, trustees, officers, members, 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 purpose set forth in Article III.
3. The powers and purposes of this Corporation shall, at all times, be so construed and limited as to enable this corporation to qualify as a not-for-profit organization, and existing under Chapter 3, Title 30, of the Idaho Code, and it shall have all power and authority as set forth in Section 30-3-24 and all other applicable sections of the Idaho Code.
4. Upon dissolution of the Corporation, all assets shall be distributed solely to the Board of Trustees of the Cascade School District No. 422 for the advancement of education.

Article IV REGISTERED OFFICE

The location and street address of the first registered office of the Corporation is 209 School Street, Cascade, Idaho 83611, and the mailing address of the Corporation is P.O. Box 291, Cascade, Idaho 83611.

Article V REGISTERED AGENT

The name of the first registered agent of the Corporation is Ginny Ernsberger.

Article VI ASSETS OF THE CORPORATION

The Corporation is organized upon a non-stock and non-profit basis. The amount of assets of the Corporation is:

Real Property	\$ 0.00
Personal Property	\$20,000.00

This Corporation is to be financed and operated under the following general plan: through the receipt of private donations in accordance with the Idaho Nonprofit Corporation Act under the laws of the State of Idaho.

Article VII INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Jerry Winkle	P.O. Box 714 Cascade, Idaho 83611

Article VIII BOARD OF DIRECTORS

The names and addresses of the initial Board of Directors are as follows:

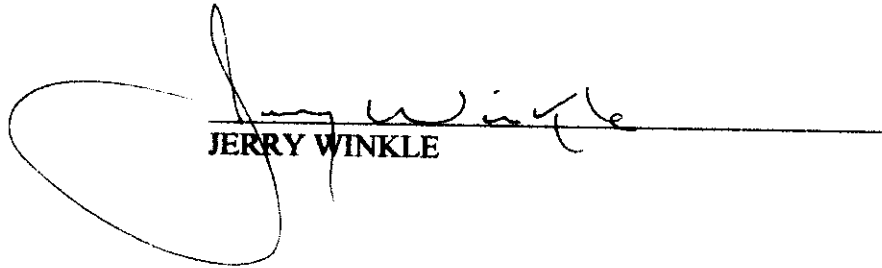
<u>Name</u>	<u>Address</u>
Ginny Ernsberger	443 Little Pearsol Cascade, Idaho 83611
Kellie Fleck	P.O. Box 310 Cascade, Idaho 83611
Roni Rankin	P.O. Box 894 Cascade, Idaho 83611
Jerry Winkle	P.O. Box 714 Cascade, Idaho 83611
Ann Young	P.O. Box 716 Cascade, Idaho 83611

The number of directors constituting the initial Board of Directors is five (5), and they shall hold office for an initial period of one (1) year. The directors, after the initial Board of Directors, shall be elected in the manner and for the terms provided in the Bylaws of the Corporation.

Article IX
BYLAWS

This is not a membership corporation. The manner of selecting directors and conducting business and internal affairs of the Corporation shall be established by the Bylaws. The Bylaws may be amended from time to time as may be required or desired at a properly noticed special or regular meeting of the Board of Directors.

The undersigned incorporator signs his name this 5th day of April, 2005.


JERRY WINKLE