

ARTICLES OF INCORPORATION
OF

IDAHO ANTIQUE POWER & FARM EQUIPMENT, INC.

12 APR 12 PM 3:56
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

The name of the Corporation is Idaho Antique Power & Farm Equipment, Inc.

Article II

The Corporation's registered office is located at 5220 S. Ten Mile Road, Meridian, ID 83642. The Corporation's Registered Agent is Judi Thompson.

Article III

The Corporation is a nonprofit corporation formed under the Act and is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The purposes for which the Corporation is organized and will operate are within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), as amended, including:

A. To preserve, promote, and educate the membership and the general public regarding past, present and future farming techniques, implements and machinery; to collect, preserve, exhibit, and educate the public about gasoline, oil and steam powered engines, tractors, power driven farm machinery and other equipment of historical value; and to conduct activities designed to inform and educate the membership and the general public of the value of preserving the history and heritage of agriculture in the Treasure Valley and the State of Idaho.

B. To exercise all powers granted by law 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 contained in these Articles shall be deemed to authorize or permit the Corporation to carry on any business for profit or 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.

C. Any other lawful purpose under the Act and/or the Code.

IDAHO SECRETARY OF STATE
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Article IV

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 above. No substantial part of the activities of the corporation shall be the carrying on of propoganda, 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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (i) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article V

The Corporation will have members. The rights and duties of the members will be as set forth in the Corporation's Bylaws.

Article VI

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, but in no case may there be less than three (3). Directors shall be elected in the manner and for the term provided in the Bylaws of the Corporation.

The names and addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Bob Moore	4622 Maricopa, Eagle, ID 83616
Jason Thompson	1846 Topanga, Kuna, ID 83634
Jim Schwager	10605 Estate Drive, Boise, ID 83709

Article VII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 IIX

The name and address of the incorporator is Judi Thompson, 5220 S. Ten Mile Road, Meridian, Idaho 83642.

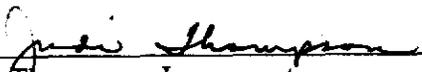
Article IX

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

Article X

The Corporation shall indemnify Officers and Directors of the Corporation to the fullest extent permitted under the Act.

DATED this 12th day of April, 2012.



Judi Thompson, Incorporator

Appointment of the undersigned as registered agent for the Corporation is hereby acknowledged and accepted:



Judi Thompson, Registered Agent