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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
CANYON AGRICULTURAL FOUNDATION FOR EDUCATION, INC.**

KNOW ALL MEN BY THESE PRESENTS: THAT WE, the undersigned, being each full age citizens of the United States of America, do hereby certify that we have associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho, pertaining thereto, to wit: Idaho Code Sections 30-3-1, et seq, and hereby adopt the following **ARTICLES OF INCORPORATION:**

ARTICLE I

The name of this corporation shall be **CANYON AGRICULTURAL FOUNDATION FOR EDUCATION, INC.**

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

Section 1. The purposes for which this corporation is formed are: charitable within the meaning of USC §501(c)(3) of the Internal Revenue Code, which purposes are limited to solicitation, raising and receiving funds and to hold, manage, invest and distribute funds exclusively for the promotion, assistance, improvement and extension of public education, but further limited to the following:

- a. to provide all types of agricultural education which may include the sponsoring of educational seminars, brochures, videos, speakers bureau, scholarships for higher education and/or vocational training, resource library, programs for farmers and students to interact and including other service and charitable programs to educate the public about agriculture and about agricultural history, its development and its future in Canyon County, State of Idaho.

Section 2. Included within the purposes of this corporation shall be the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, so long as those exempt organizations' purposes are compatible with the above-stated purposes of this corporation.

Section 3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 as set forth in this article. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any (including the publishing or distribution of

statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of any Internal Revenue Code, or corresponding section of any further code, or (b) by §170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE IV

Initial Registered Office

The address of the initial registered office of this non-profit corporation is 4122 Cleveland Blvd., P.O. Box 849, Caldwell, Idaho 83606, and the name of the non-profit corporation's initial registered agent at such address is Curt Krantz.

ARTICLE V

Dissolution Provision

In the event of the wind-up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and to a non-profit fund, foundation or corporation which has established its tax exempt status, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the County of Canyon, State of Idaho,

exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for the purposes herein stated.

ARTICLE VI

Members

There shall be no members.

ARTICLE VII

Board of Directors

Section 1. Management Authority: The number of directors constituting the initial Board of Directors shall be seven (7) and the number thereof may be changed by the Board of Directors as set forth in the Bylaws.

Section 2. Manner of Selection: Each of the Directors shall be elected by a vote of all of the members of the Board of Directors.

Section 3. Term: The directors shall serve for a period of two (2) years; provided, however, that the initial directors shall be divided into two (2) classes, with four (4) directors in the first class and three (3) directors in the second class. The term for the first class of directors shall expire at the first annual meeting of their election, with the term of the second class of directors to expire at the second annual meeting of their election. At each annual meeting after such classification, the number of directors equal to the number of the class whose term expires at the time of such meeting shall be elected to hold office until the second succeeding annual

meeting. All directors shall serve until the expiration of their respective terms and until their respective successors are elected and qualified. Directors may be appointed or elected to successive terms.

Section 4. Vacancies. Vacancies for the unexpired term of any director shall be appointed by the Board of Directors.

Section 5. Powers. The Board of Directors shall manage and govern the business and affairs of the corporation and, in connection therewith, the Board may exercise all of the power granted to non-profit corporations under the Idaho Non-Profit Corporation Act and/or under any successor legislation to this act subject to the limitations of the purposes of this corporation as hereinabove set forth and as such power is limited and/or directed by these Articles of Incorporation.

ARTICLE VIII

Initial Board of Directors

The names and address of the persons constituting the initial Board of Directors and who are to serve as directors until the first annual meeting, or until their successors are elected and qualify, are:

NAME	ADDRESS
Jim Briggs	Rt #1 Box 309, Marsing ID 83639
Mike Nichols	29241 Pearl Rd., Parma ID 83660
Curt Krantz	21443 Wood Lane, Parma ID 83660
Daniel J. Silveria	19850 Ustick Rd., Caldwell, ID 83605

ARTICLE IX

Bylaws

The power to make, alter, amend or repeal the bylaws of this corporation shall be vested in its Board of Directors of the corporation, and the bylaws may contain any provision for the regulation and management of the affairs of this corporation not inconsistent with these Articles of Incorporation and the laws of the State of Idaho.

ARTICLE X

Amendments

The power to amend these Articles of Incorporation is expressly conferred upon the Board of Directors of the corporation.

ARTICLE XI

The name and post office address of each incorporator are as follows:

NAME

ADDRESS

Jim Briggs	Rt #1 Box 309, Marsing ID 83639
Mike Nichols	29241 Pearl Rd., Parma ID 83660
Curt Krantz	21443 Wood Lane, Parma ID 83660

Daniel J. Silveria

19850 Ustick Rd., Caldwell, ID 83605

IN WITNESS WHEREOF, for the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation, this

~~May 18~~th day of May, 1999.

Curt Krantz
Curt Krantz

Jim Briggs
Jim Briggs

Mike Nichols
Mike Nichols

Daniel J. Silveria
Daniel J. Silveria

STATE OF IDAHO)
) ss.
County of Canyon)

On this 18 day of May in the year of 1999, before me personally appeared Curt Krantz, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

DATED this 18 day of May, 1999

(SEAL)

Jeresa G. Woods

Notary Public for Idaho

Residing at: Caldwell

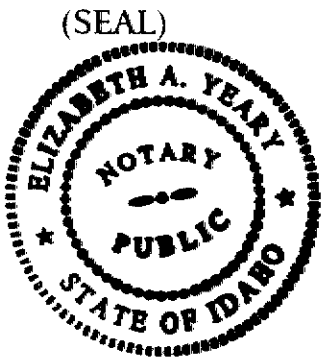
My Commission Expires: 6-24-99

STATE OF IDAHO)
) ss.
County of Canyon)

On this 20th day of April in the year of 1999 before me personally appeared Jim Briggs, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

DATED this 20th day of April, 19-99



Elizabeth A. Yeary
Notary Public for Idaho
Residing at: CADWELL
My Commission Expires: 9-15-2004

STATE OF IDAHO)
) ss.
County of Canyon)

On this 10 day of May in the year of 1999, before me personally appeared Mike Nichols, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

DATED this 10 day of May, 1999

(SEAL)

Lissa A. Woods
Notary Public for Idaho
Residing at: Caldwell
My Commission Expires: 6-24-99

STATE OF IDAHO)
) ss.
County of Canyon)

On this 11 day of May in the year of 1999, before me personally appeared Daniel J. Silveria, known or identified to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

DATED this 11 day of May, 1999.

(SEAL)

Lynna A. Woods
Notary Public for Idaho
Residing at: Caldwell
My Commission Expires: 6-24-99