



CERTIFICATE OF INCORPORATION
OF

NORTH IDAHO SAVERS CO-OP, LIMITED

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 _____

NORTH IDAHO SAVERS CO-OP, LIMITED

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 August 3, 19 81.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS: That WE, the undersigned persons, all of whom are citizens of the United States of America and of full age, have this day voluntarily associated ourselves together for the purpose of forming a non-profit organization without capital stock, under and pursuant to Title 30, Chapter 3, of the laws of the State of Idaho, and that we do hereby make, acknowledge and declare the following to be our Articles of Incorporation.

ARTICLE I

The name of this corporation shall be:

NORTH IDAHO SAVERS CO-OP, LIMITED

ARTICLE II

This corporation is a non-profit corporation, and shall have no capital stock; and no dividends or pecuniary profits shall be declared to the members thereof. This corporation shall issue membership certificates to each member upon such terms and conditions as prescribed in the By-Laws.

ARTICLE III

The objects and purposes for which the corporation is formed are as follows:

1. To supply materials and services on a non-profit basis to the membership of this corporation.
2. To perform any lawful act necessary for the acquisition, ownership, maintenance, and distribution of materials and services on a non-profit basis to the membership of this corporation, and any other lawful act necessary or advisable in the furtherance of the corporation.

ARTICLE IV

The location and post office address of the registered office and principal place of business of said corporation shall be Rt. 1 Box 310A, Rathdrum, Idaho, 83858, and the registered agent at that address is MARVIN EUGENE VANDERHOOF.

ARTICLE V

The duration of this corporation shall be perpetual.

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ARTICLE VI

The corporation is to have two (2) classes of membership known as GENERAL and LIMITED membership. Qualifications and rights of the members of each of the above two (2) classes shall be as set forth in the By-Laws of this corporation.

ARTICLE VII

The Board of Directors of this corporation are specifically authorized to fix the amount of assessments and charges and method of collection thereof, and to make such charges and assessments payable at such times or intervals, and upon such notice and such methods that the Directors may prescribe. Assessments may be made enforceable by action or by the forfeiture of membership, or both, upon notice given in writing twenty (20) days before commencement of such action or such forfeiture.

ARTICLE VIII

By-Laws not inconsistent with the Articles of Incorporation may be adopted, altered, amended or repealed at any regular meeting of the members, or at any special meeting of the members of the corporation called for that purpose, by the affirmative vote of a majority of the members present at such meeting; provided, however, a quorum, which shall be one-third (1/3) of the eligible votes, shall be present through members and proxy.

ARTICLE IX

The business of this Association shall be managed by a Board of Directors of nine (9) directors, qualification, terms of office, manner of election, powers and duties of such directors shall be such as may be prescribed by law, these articles and such by-laws as may from time to time be in force.

ARTICLE X

The following named persons shall serve as a Board of Directors until their successors are duly elected and qualified, to-wit:

MARVIN E. VANDERHOOF	-- Rt. 1 Box 310A, Rathdrum, ID 83858
PAMELA E. VANDERHOOF	-- Rt. 1 Box 310A, Rathdrum, ID 83858
ROBERT L. HILL	-- Rt. 1 Box 122J, Athol, ID 83801
LAURIL A. HILL	-- Rt. 1 Box 122J, Athol, ID 83801
ERNEST T. BENTZ	-- Rt. 1 Box 145B, Rathdrum, ID 83858
ROSE MARIE BENTZ	-- Rt. 1 Box 145B, Rathdrum, ID 83858
STACY E. CARHART	-- Rt. 1 Box 310, Rathdrum, ID 83858
GEORGIA M. CARHART	-- Rt. 1 Box 310, Rathdrum, ID 83858
STACY I. CARHART	-- Rt. 1 Box 310, Rathdrum, ID 83858

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ARTICLE XI

The names and addresses of each of the incorporators are as follows:

MARVIN E. VANDERHOOF -- Rt. 1 Box 310A, Rathdrum, ID 83858
GEORGIA M. CARHART -- Rt. 1 Box 310, Rathdrum, ID 83858
ERNEST T. BENTZ -- Rt. 1 Box 145B, Rathdrum, ID 83858

IN WITNESS WHEREOF, WE, the undersigned, being of the incorporators hereinabove mentioned hereunto set our hands and seals to triplicate originals hereof as of the 27th day of May, 1981.

Marvin E. Vanderhoof
MARVIN E. VANDERHOOF

Georgia M. Carhart
GEORGIA M. CARHART

Ernest T. Bentz
ERNEST T. BENTZ

STATE OF IDAHO)
County of Kootenai) ss.

On this 27th day of May, 1981, before me, a Notary Public for Idaho, personally appeared MARVIN E. VANDERHOOF, known to me to be the person whose name is subscribed to the within instrument and he 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 certificate first above written.

Paulina A. Hood
Notary Public for Idaho
Residing at: Coeur d'Alene
My Bond Expires: life

STATE OF IDAHO)
County of Kootenai) ss.

On this 27th day of May, 1981, before

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me, a Notary Public for Idaho, personally appeared GEORGIA M. CARHART, known to me to be the person whose name is subscribed to the within instrument and he 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 certificate first above written.

Barbara A. Hood
Notary Public for Idaho
Residing at: Coeur d'Alene
My Bond Expires: Life

STATE OF IDAHO)
County of Kootenai) ss.

On this 27th day of May, 1981, before me, a Notary Public for Idaho, personally appeared ERNEST T. BENTZ, known to me to be the person whose name is subscribed to the within instrument and he 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 certificate first above written.

Barbara A. Hood
Notary Public for Idaho
Residing at: Coeur d'Alene
My Bond Expires: Life

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