



**Department of State**

**CERTIFICATE OF INCORPORATION  
OF**

**VALLEY JUST SAY NO ASSOCIATION, INC.**

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 \_\_\_\_\_  
**VALLEY JUST SAY NO 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 December 8, 1988.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*M. H. Hinson*  
Corporation Clerk

RECEIVED  
SEC. OF STATE  
ARTICLES OF INCORPORATION

OF

88 DEC 8 AM 9 14

VALLEY JUST SAY NO ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being all of legal age, and citizens of the United States of America, over the age of twenty-one (21) years, do, under and in pursuant of the general Corporation Laws of the State of Idaho, and particularly Title 30, Chapter 3, Idaho Code, hereby organize, constitute and associate ourselves and such other persons as may hereafter become associated with us, for the purpose of forming a non-profit corporation under the laws of the State of Idaho, and we do hereby adopt and certify the following ARTICLES OF INCORPORATION, and we hereby set forth and declare as follows:

ARTICLE I

That the name of the corporation shall be VALLEY JUST SAY NO ASSOCIATION, INC.

ARTICLE II

That the location and post office address of the registered office in the State of Idaho shall be 3225 1/2 7th Street, Lewiston, Nez Perce County, Idaho. The name of the registered agent is Becky Mahurin, 3225 1/2 7th Street, Lewiston, Idaho 83501.

### ARTICLE III

That the duration and term of existence of this corporation shall be perpetual.

### ARTICLE IV

That in furtherance, and not in limitation of the general powers conferred by the laws of the State of Idaho, this corporation shall have the following objectives, purposes and powers.

A. To endeavor to promote financial stability in delivery of educational materials, visual aids, training workshops, and services to the youth in the community regarding substance abuse.

B. To endeavor to promote self-esteem, drug awareness, and group support in our youth members and encourage them to set a positive example for their peers.

C. To endeavor to provide the opportunity for training of our teenagers in listening, communicating, and social skills so they will be effective leaders and models for our younger children.

D. To endeavor to promote public awareness in parents and others and to promote community education concerning the problems of youth drug abuse.

E. To endeavor to provide and encourage alternative recreational activities for our youth to counteract the now widely spread drug abusive activities and to promote a drug free culture.

F. To endeavor to provide assistance to other nearby communities who wish to establish a JUST SAY NO organization until such time as they can make it on their own.

G. To generally engage in, conduct, promote, support, to contribute to, any activities, project, businesses, or endeavors whose purposes are solely charitable or educational and which do not in any way contemplate pecuniary gain or profit.

H. To receive and maintain a fund or funds of real or personal property, or both and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable or educational purposes, whether direct or by contributions that qualify as exempt organizations under Section 501 (c) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

I. No part of the net earnings of the corporation shall inure to the benefit of any member, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, officer of the corporation or private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

J. Notwithstanding any other provision of this certificate, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter be amended.

K. Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable or

educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

L. To do all things in connection with its objects permitted by the Idaho Code and to exercise any and all powers allowed by the Idaho Code and not contravening the Internal Revenue Code as pertains to organizations of this type.

#### ARTICLE V

This corporation is not organized for profit and shall have no capital stock, and shall be composed of members rather than shareholders in accordance with the foregoing provisions. All management shall be vested in the board of directors unless otherwise delegated as set out in the Bylaws.

#### ARTICLE VI

The conditions and regulation of membership and the rights and privileges of members shall be determined and fixed by the Bylaws.

#### ARTICLE VII

The private property of the members shall not be subject to the payment of the corporate debts, liabilities or obligations to any extent whatsoever. In the event of

corporate dissolution, all corporate assets shall be distributed solely to another non-profit organization which would then qualify under Section 501 (c) (3) of the Internal Revenue Code and its regulations to ensure permanent dedication of assets for tax-exempt purposes.

ARTICLE VIII

That the name and post office address of each of the incorporators of the corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Becky Mahurin	3225 1/2 7th Street Lewiston, Idaho 83501
Sherry Hazen	2119 Holly Clarkston, Washington 99403
Leanne Grubb	633 Grelle Lewiston, Idaho 83501

ARTICLE IX


That the name and post office address of the initial board of directors are as follows:


<u>NAME</u>	<u>ADDRESS</u>
Becky Mahurin	3225 1/2 7th Street Lewiston, Idaho 83501
Sherry Hazen	2119 Holly Clarkston, Washington 99403
Leanne Grubb	633 Grelle Lewiston, Idaho 83501
Lee Duncan	1408 8th Street Lewiston, Idaho 83501


<u>NAME</u>	<u>ADDRESS</u>
Barb Lott	1201 10th Lewiston, Idaho 83501
Joy Leiterman	192 Hillcrest Road Lewiston, Idaho 83501
Victor Roybal	922 Bryden Avenue Lewiston, Idaho 83501

IN WITNESS WHEREOF, we, the undersigned, being each of the original incorporators, for the purpose of forming a non-profit corporation and in pursuance of the Corporation Laws of the State of Idaho, do execute and file these Articles in duplicate, hereby declaring and certifying that the facts herein are true.

EXECUTED IN DUPLICATE ORIGINAL, this \_\_\_ day of \_\_\_\_\_, 1988.

  
 \_\_\_\_\_  
 BECKY MAHURIN

  
 \_\_\_\_\_  
 SHERRY GAZEN

  
 \_\_\_\_\_  
 LEANNE GRUBB