

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

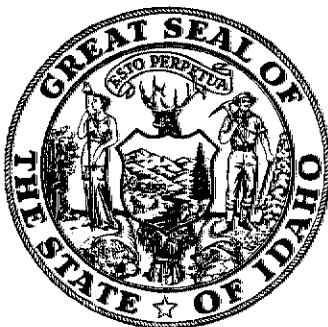
SAVE OUR APPALOOSA, INC.

File number C 112761

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 SAVE OUR APPALOOSA, 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: November 24, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seibel*

**ARTICLES OF INCORPORATION
of
SAVE OUR APPALOOSA, INC.
An Idaho Nonprofit Corporation**

Nov 24 10 39 AM '95
SECRETARY OF STATE
STATE OF IDAHO

**ARTICLE ONE
NAME**

The name of the corporation is **SAVE OUR APPALOOSA, INC.**

**ARTICLE TWO
PRINCIPAL OFFICE**

The Post Office address of the corporation's principal office is 308 Main Street, City of Lewiston, State of Idaho.

**ARTICLE THREE
DURATION**

The period of the duration of this corporation is perpetual. Upon dissolution of said corporation any and all assets will be transferred to Nez Perce County, Idaho, to be used in restoring the statue referred to in Article Four.

**ARTICLE FOUR
PURPOSES**

To promote and obtain, collect, solicit, and disburse funds for the purpose of restoring and maintaining the statue of the Nez Perce brave and Appaloosa horse located at the Nez Perce County Courthouse in Lewiston, Nez Perce County, Idaho.

**ARTICLE FIVE
NONSTOCK CORPORATION**

The corporation shall be nonstock, and no dividends or pecuniary profit shall be declared or paid to the members thereof.

**ARTICLE SIX
DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as initial directors

are as follows:

<u>Name</u>	<u>Address</u>
Sharroll St. Marie	1415 7th Street Lewiston, Idaho 83501
Charles F. Woods	308 Main Street Lewiston, Idaho 83501
James W. Givens	1026 F Street Lewiston, Idaho 83501

ARTICLE SEVEN ADDRESS OF REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of its initial registered agent at that office is Charles F. Woods, 308 Main Street, Lewiston, Idaho 83501.

ARTICLE EIGHT MEMBERSHIP

The members of the corporation will be anyone interested in providing funds for the restoration and maintenance of the statue of the Nez Perce brave and Appaloosa horse located at the Nez Perce County Courthouse in Lewiston, Idaho.

ARTICLE NINE CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice-president, secretary, and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and the board of directors and to have general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatsoever, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the corporation which shall come into his/her hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to his/her office, as shall be required by the board of directors.

The board of directors may provide for the appointment of such additional officers as they may deem for the best interest of the corporation.

Whenever the board of directors may so order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the

board of directors, or as may be prescribed from time to time by the bylaws.

**ARTICLE TEN
ELECTION OF OFFICERS**

The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

**ARTICLE ELEVEN
AMENDMENTS**

These articles may be amended in the manner provided by statute at the time of amendment.

**ARTICLE TWELVE
INCORPORATORS**

The names and addresses of the persons forming this corporation are as follows:

<u>Name</u>	<u>Address</u>
Sharroll St. Marie	1415 7th Street Lewiston, Idaho 83501
Charles F. Woods	308 Main Street Lewiston, Idaho 83501

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation at Lewiston, Idaho, on the 9th day of November, 1995.

Sharroll St. Marie
Sharroll St. Marie

Charles F. Woods
Charles F. Woods

STATE OF IDAHO)
) ss.
County of Nez Perce)

On the 9th day of November, 1995, before me, the undersigned, a Notary Public in and for said state, personally appeared SHARROLL ST. MARIE, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same for the purposes therein contained.

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

Thomas V. Wood
Notary Public in and for the State
of Idaho, residing at Lewiston,
My Commission Expires: 3/18/10

STATE OF IDAHO)
) ss.
County of Nez Perce)

On the 9th day of November, 1995, before me, the undersigned, a Notary Public in and for said state, personally appeared CHARLES F. WOODS, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same for the purposes therein contained.

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

Notary Public in and for the State
of Idaho, residing at Lewiston.
My Commission Expires: 3/18/00