



Department of State.

CERTIFICATE OF INCORPORATION

JAS. H. YOUNG
 I, ~~JAS. H. YOUNG~~, Secretary of State of the State of Idaho, and legal custodian of
 the corporation records of the State of Idaho, do hereby certify that the original of the articles of
 incorporation of

PAYETTE RIVER CATTLEMEN'S ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **27th** day
 of **August** A. D. One Thousand Nine Hundred **Fifty-six** and
 is duly recorded on Film No. **95** of Record of Domestic Corporations, of the State
 of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
 Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and suc-
 cessors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Emmett in the County of **Gem**
 and as such are subject to the rights, privileges and limitations granted to Non-Profit coopera-
 tive Associations, as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto
 set my hand and affixed the Great Seal of the
 State.

Done at Boise City, the Capital of Idaho, this

27th day of **August**
 A.D., 19 **56**.

Secretary of State.

ARTICLES OF INCORPORATION OF
PAYETTE RIVER CATTLEMEN'S ASSOCIATION, INC.

We, the undersigned, all of whom are residents of the State of Idaho and being citizens of the United States, being of legal age, do hereby voluntarily associate ourselves together for the purpose of forming a non-profit corporation, with no capital stock, under the authority of Idaho Code 30-1001.

ARTICLE I

The name of this corporation shall be Payette River Cattlemen's Association, Inc. The rights and interests of all members shall be equal, and no member can have or acquire a greater interest therein than any other member; that the corporation shall issue membership certificates to each member therein, which certificates cannot be assigned.

ARTICLE II

- (a) The business, purpose and objects of this corporation shall be:
1. To promote the general welfare of the cattle industry in and around the Payette Basin, Idaho; to promote general interest in the cattle industry and to encourage increased consumption of cattle products; to promote the stability of the cattle industry and all producers.
 2. To co-operate with similar organizations throughout the State of Idaho and outside the State of Idaho if necessary; to promote more efficient and economical means and manners of cattle production; to promote recreational and social relationships between cattle producers, their guests and friends.
- (b) To buy, lease, hold and exercise all privileges of ownership over such real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereto, and to receive and distribute gifts of property of all kinds.
- (c) To carry on all business whatsoever which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise or which may be calculated directly or indirectly to promote the interest of this corporation, or to enhance the value of its property or business.
- (d) To borrow money; to lend money; to own real property; to own personal property; to deal in real property; to deal in personal property; to have and to exercise all the powers conferred by the laws of the State of Idaho upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be enacted or amended.
- (e) To co-operate with similar associations and corporations.
- (f) To have and exercise all power, privileges and rights conferred on corporations by the laws of this State and all powers and rights incidental to carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the Act under which this corporation is incorporated.
- (g) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the powers conferred on this corporation by the laws of the State of Idaho, all of which are hereby expressly granted.

ARTICLE III

The place where the principal business of the corporation is to be transacted is in the City of Emmett, County of Gem, State of Idaho, but the corporation may maintain offices and places of business at such other places within or without the State as the Board of Directors may determine.

ARTICLE IV

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

ARTICLE V

The period of existence of this corporation shall be perpetual.

ARTICLE VI

The general officers of said corporation shall be President, Vice-president, and five directors to be elected at the annual meeting of the association with the President and Vice-president to be voting members of the Board of Directors.

ARTICLE VII

The Board of Directors shall consist of five members and they shall perform such duties as shall be prescribed by the By-laws.

ARTICLE VIII

The said corporation shall hold its election of officers and directors according to the manner prescribed by the adopted By-laws.

ARTICLE IX

These articles may be amended, by a two-thirds vote of the members present at any regular or special meeting provided that written notice of the proposed amendment or amendments has been mailed to the last known address of each member at least fifteen (15) days prior to the date of such meeting.

ARTICLE X

The names and addresses of these who are to serve as incorporating directors until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Homer Bealk	Ola, Idaho
Erling Johannesen	Emmett, Idaho
Sumner Holbrook	Ola, Idaho
Jack Wood	Letha, Idaho
Louie Gorrone	Emmett, Idaho

IN WITNESS WHEREOF, we, the incorporators, and named herein as the first Board of Directors, have hereunto set our hands and seals this 2nd day of September, 1955.

Jack Wood
Homer Bealk
Sumner Holbrook
Erling Johannesen
Louie Gorrone

STATE OF IDAHO,)
County of Gem.) ss.

On this 2nd day of September, 1955, before me, Louie Gorrone,
a Notary Public in and for said county and state, personally appeared
Homer Beall, Erling Johannesen, Sumner Holbrook, Jack Wood
known to me to be the persons whose names are subscribed to the fore-
going Articles of Incorporation, and acknowledged to me that they
executed the same.

Louie Gorrone
Notary Public, State of Idaho;
Residing at Emmett, Idaho.

800—ACKNOWLEDGEMENT—SINGLE

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STATE OF IDAHO,)
County of Gem) ss.

On this 2nd day of September, in the year 19 55, before me
the undersigned, a Notary Public
in and for said State, personally appeared Louie Gorrone

known 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
and year in this certificate first above written.

Ernest J. Laybourn
Notary Public for Idaho, Residing at Emmett, Idaho.