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# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

LEADERSHIP CALDWELL, 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 LEADERSHIP CALDWELL, 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: February 5, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By

*August Hoken*

ARTICLES OF INCORPORATION

OF  
LEADERSHIP CALDWELL, INC. RECEIVED  
SEC. OF STATE

ARTICLE I.

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NAME

That the name of this corporation is:  
LEADERSHIP CALDWELL, INC.

ARTICLE II.

PURPOSES AND POWERS

This corporation is a non-profit organization,  
and is formed for educational purposes, and especially  
as follows:

1. Said corporation is organized exclusively  
for educational purposes, including for such  
purposes, the making of distributions to  
organizations that qualify as exempt  
organizations under section 501(c)(3) of the  
Internal Revenue Code, or corresponding section  
of any future federal tax code.

2. To promote a program for the purpose of  
developing a corps of informed, committed and  
qualified individuals capable of providing  
dynamic leadership for Caldwell. The objectives  
of the program are to:

\*\*Identify and motivate potential community  
leaders to participate in the program.

\*\*Give potential and current leaders the  
opportunity to meet each other, establish a  
cohesive network, and create a spirit of  
cooperation for the resolution of future  
community challenges.

\*\*Systematically inform, challenge, and  
otherwise educate the participants of the  
opportunities and needs of the community, as  
well as the dynamics of social and economic  
change.

\*\*Give participants the opportunity to gain a  
working knowledge of the business and  
political climate.

\*\*Provide leadership development and  
training, and to identify organizational and  
individual opportunities for community  
involvement and assist in the placement of  
participants in these positions.

\*\*Provide the opportunity for participants to  
develop a deeper pride and appreciation of  
our community.

3. To purchase or otherwise acquire and to  
hold, own and exercise all rights, of ownership  
in real estate and personal property and to  
sell, transfer or mortgage said real estate and  
personal property; to borrow money; to erect  
buildings or other structures necessary and  
proper for the carrying out of the purposes  
herein mentioned; to enter into all contracts  
necessary in conducting its affairs; to render  
such aid and assistance to its members as  
provided by its bylaws; and to receive donations  
and manage, take and hold real and personal  
property by gift, grant, devise or bequest.

### ARTICLE III.

**PLACE OF BUSINESS**

That the principal place of business of this corporation shall be at Caldwell, County of Canyon, State of Idaho.

That the address of the initial registered office is 300 Frontage Road, Caldwell, Idaho 83605. The initial registered agent is Kathleen K. Green, President/CEO.

## ARTICLE IV.

### TERM OF EXISTENCE

That the term for which this corporation is to exist shall be perpetual from and after the date of its incorporation.

**ARTICLE V.**

## CAPITAL STOCK

This corporation does not have and shall not have any capital stock, neither shall it issue to its members, certificates representing capital stock and this corporation shall not be operated for pecuniary profit.

## ARTICLE VI.

## DIRECTORS

The number of Directors of this corporation shall be fifteen (15), qualifications of Directors and manner of election shall be provided for in the bylaws. The names and addresses of those who are to serve as incorporating Directors and until the election and qualification of the successors are as follows:

[illegible]

ARTICLE VII.

AMENDMENTS

These Articles of Incorporation may be amended in any respect at any regular or special meeting of members called for that purpose. An amendment must first be approved by two-thirds vote of the Board of Directors and then adopted by the affirmative vote of two-thirds of the members present and voting at said meeting, provided, that a quorum, as specified by the bylaws of said corporation be present. Notice of any proposed amendment shall, after approval of two-thirds of the Board of Directors, be given to the members in the manner provisioned by the Idaho Code.

IN WITNESS WHEREOF, We have hereunto set our hands as incorporators at Caldwell, Idaho, this 14 day of January, 1992.

Larry E. Thompson

Baltazar Garza

Chuck Ward

Nancy C. Hazelwood

Wallace G. Lonergan

Kathleen K. Green

Patricia Anne Lodge

Leona R. Fouts

R.T. Fitzsimons

Vacant

Vacant

Vacant

Vacant

Vacant

Vacant

**WEST ONE**  
BANK*Individual  
Acknowledgement*

STATE OF IDAHO,

COUNTY OF Canyon

} ss.

On this 14th day of January, in the year 1992, before me the undersigned

\_\_\_\_\_, a notary public in and for said State of

Idaho, personally appeared Leona R. Fouts, Chuck Ward, Patricia Lodge, Wallace Lonergan, Nancy C. Hazelwood,R.T. Fitzsimons, Baltazar Garza, Kathleen K. Greenknown or identified to me (or proved to me on the oath of \_\_\_\_\_) to be the person Swhose name S subscribed to the within instrument and acknowledged to me that they executed the same.  
\_\_\_\_\_  
Notary Public for IdahoResiding at Caldwell, IdahoMy commission expires 9-15-93

West One Bank, Idaho, N.A.

**Individual  
Acknowledgement****WEST ONE  
BANK**

STATE OF IDAHO,

COUNTY OF Canyon

}

ss.

On this 14th day of January, in the year 19 92, before me the undersigned

\_\_\_\_\_, a notary public in and for said State of

Idaho, personally appeared Larry E. Thompson

known or identified to me (or proved to me on the oath of \_\_\_\_\_) to be the person \_\_\_\_\_

whose name \_\_\_\_\_ subscribed to the within instrument and acknowledged to me that \_\_\_\_\_ he \_\_\_\_\_ executed the same.

Sharon Rae Asmus

Notary Public for Idaho

Residing at Nampa, IDMy commission expires 10/23/97