

# *State of Idaho*

## **Department of State**

### **CERTIFICATE OF INCORPORATION OF**

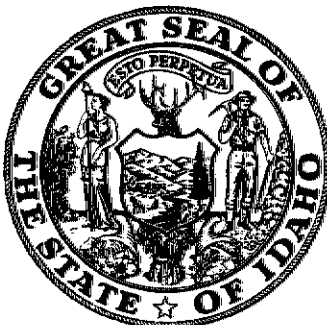
**IDAHO CHAPTER - NATIONAL INSTITUTE OF  
PENSION ADMINISTRATORS, INC.**

**File Number C 112439**

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 IDAHO CHAPTER - NATIONAL INSTITUTE OF PENSION ADMINISTRATORS, 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: October 24, 1995



*Pete T. Cenarrusa*  
**SECRETARY OF STATE**

By *Ma Seibel*

Oct 24 2 55 PM '95

SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION  
OF**

**IDAHO CHAPTER**

**NATIONAL INSTITUTE OF PENSION ADMINISTRATORS, INC.**

IDAHO SECRETARY OF STATE

10/24/95 9:00:00 AM

CUSTOMER # 14917

IVC960020562 16384

CORPORATION NON PROFIT

1 @ 30.00 = 30.00

The undersigned, acting as incorporators of a corporation under the Idaho Nonprofit Corporation Act, adopt the following articles of incorporation:

**ARTICLE I**

**NAME OF THE CORPORATION**

The name of the corporation is Idaho Chapter - National Institute of Pension Administrators, Inc. ("Corporation").

**ARTICLE II**

**STATEMENT OF NONPROFIT STATUS AND EXISTENCE**

The Corporation is a nonprofit corporation and shall have perpetual existence.

**ARTICLE III**

**EXISTENCE OF MEMBERS**

The Corporation shall have Members. Provisions regarding the classification, qualifications, limitations, obligations, rights and other characteristics of Members shall be set forth in the bylaws of the Corporation.

ARTICLES OF INCORPORATION - 1

## ARTICLE IV

### PURPOSES OF THE CORPORATION

This Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Internal Revenue Code Section 501(c)(3) and Regulation Section 1.501(c)(3)(d), as amended (or the corresponding provisions of any future law). Such charitable, educational, and scientific purposes shall provide education and training of pension administrators.

## ARTICLE V

### REGULATION OF INTERNAL AFFAIRS

Provisions for the regulation of the internal affairs of the Corporation, including provisions for the distribution of assets on dissolution or final liquidation, are as follows:

A. **Inurement**. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III above.

B. **Legislative and Political Activities**. The Corporation shall not (i) devote more than an insubstantial part of its activities to or attempting to influence legislation by propaganda or otherwise, (ii) directly or indirectly participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, or (iii) have objectives or engage in activities which characterize the Corporation as an "action" organization as defined in regulations under Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law.

C. **Prohibited Activities**. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law)

or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

**D. Distribution of Assets on Dissolution.** Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed in accordance with Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law (i) for one or more exempt purposes, (ii) to the Federal government for a public purpose, or (iii) to a state or local government for a public purpose.

## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is 242 North 8th Street, Suite 200, Boise, Idaho 83702, and the name of its initial registered agent at such address is Allan R. Bosch.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial board of Directors of the Corporation is seven (7), and the names and addresses of the persons who are to serve as the initial Directors are:

<b>NAME</b>	<b>ADDRESS</b>
Bernadette Buentgen	P.O. Box 83720 Boise, Idaho 83720
Ron Chase	P.O. Box 7186 Boise, Idaho 83733

Lorna Dufur

P.O. Box 20  
Boise, Idaho 83727

Teresa Lyon

960 Broadway, Suite 300  
Boise, Idaho 83706

Robert Schmidt

1111 Jefferson Street  
Boise, Idaho 83702

George Wadsworth

214 South Cole Road  
Boise, Idaho 83709

Allan Bosch

242 North 8th Street, Suite 200  
Boise, Idaho 83702

### **ARTICLE VIII INCORPORATOR**

The name and address of the incorporator is:

#### **NAME**


#### **ADDRESS**

Allan R. Bosch

242 North 8th Street, Suite 200  
Boise, Idaho 83702

### **SIGNATURES OF INCORPORATOR**

Dated: October 24, 1995

  
Allan R. Bosch