

ARTICLES OF INCORPORATION OF THE WORLEY FIRE ASSOCIATION, INCORPORATED

ARTICLE I Name and Duration

Section 1: The name of this organization shall be The Worley Fire Association, Incorporated.

Section 2: The duration of the Corporation shall be perpetual.

ARTICLE II Location/Address

The principal office of the corporation shall be located in the City of Worley, Kootenai County, Idaho. That address shall be at S. 29803 3rd Street, P. O. Box 168, Worley, Idaho 83876. The registered agent at that address shall be Mr. Lonnie Dyer.

ARTICLE III Purpose

In furtherance of, and, except as otherwise expressly provided herein, not in limitation of the general powers conferred by the laws of the State of Idaho, this corporation shall have the following purposes and powers:

Section 1: The purpose of the Worley Fire Association, Incorporated shall be to provide support to the firefighters of the Worley Fire Protection District, and through fund raising activities to purchase fire, rescue, and support equipment needs. The association shall also promote education in fire safety and emergency response measures for the citizens of the area, along with other community support activities.

Section 2: To have and exercise all powers privileges and rights authorized by the laws of the State of Idaho, and all powers and rights incidental thereto, except that the organization shall make no profits for itself from any of its activities, but all of its operations shall be for charitable and educational purposes, and shall be expressly limited to activities permitted to be carried on by a corporation exempt from Federal Income Tax under the provisions of Section 501 (c)(3) of the Internal Revenue Code of the United States of America of 1986 (or the corresponding provisions of any future United States Revenue Law).

IDAHO SECRETARY OF STATE

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ARTICLE IV
Incorporators

The name and address of the persons who are the incorporators and initial executive board members of the corporation are as follows:

Amandus Wolff
S. 30015 Highway 95
Worley, Idaho 83876

Kathy Mooney
P. O. Box 322
Plummer, Idaho 83851

Gerrye Meyer
29510 Conkling Hill Road
Worley, Idaho 83876

Kathryn Dyer
P. O. Box 42
Worley, Idaho 83876

ARTICLE V
Provisions for Regulation and Conduct of the Affairs of the Corporation

No part of the net earnings or assets of the corporation shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of a candidate for public office. 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) or the 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).

ARTICLE VI
Management

The management of the corporation shall be vested in an Executive Board: the number of the Board members shall not be less than four(4), with the Fire Chief of the Worley Fire Protection District and a designated Worley Fire Protection District Commissioner as permanent members. The qualifications, terms of office, manner of election, times and places of meetings, and duties of elected Executive Board members shall be as prescribed by the By-Laws of the Corporation.

ARTICLE VII

Membership

The corporation shall have one class of members designated as voting members. The qualifications and rights of the members shall be set forth in the By-Laws of the Corporation.

ARTICLE VIII

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereinafter prescribed by the laws of the State of Idaho, and all rights conferred upon the members of the corporation herein are granted subject to this reservation.

ARTICLE IX

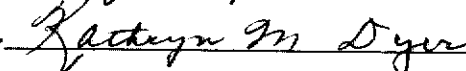
Dissolution of the Corporation

In the event the Worley Fire Association, Incorporated ceases to exist, the executive board shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute the net assets to the Worley Fire Protection District, Worley, Idaho (or to an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1986).

In Witness Whereof, we have hereunto set our hands this 4TH day of JUNE, 1998.

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