

ARTICLES OF INCORPORATION

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TRI-COUNTY SHERIFF'S ASSOCIATION, LTD. SECRETARY OF STATE
STATE OF IDAHO

An Idaho Nonprofit Corporation

The following Articles of Incorporation are hereby adopted by the undersigned incorporator(s):

1. Name. The name of this nonprofit corporation is **TRI-COUNTY SHERIFF'S ASSOCIATION, LTD.**

2. Nonprofit Corporation. This corporation is a nonprofit corporation organized under the provisions of Idaho Code, Title 30, Chapter 3, which statutes are known as the Idaho Nonprofit Corporation Act.

3. Duration. This nonprofit corporation shall have perpetual duration unless sooner dissolved, as provided by law.

4. Purposes. This Corporation is organized and shall be operated as a nonprofit corporation within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including such purposes as indicated hereafter. To promote and foster the common good and general welfare for the people of its member counties and the people of this state through bringing about civic betterments and social improvements. To establish and maintain a ready and continuing means of cooperation between the sheriff's offices within the member counties for the better performance of their work, training and the discharge of their law enforcement duties. To extend the personal acquaintances and understanding among the sheriffs of the member counties through the use of meetings and open dialogue. To promote and foster the common good and social welfare of the people of this state by combating crime, by urging and aiding the establishment of teams of advocates to promote community safety and lawful activity, and by encouraging responsible conduct by all people. To promote and foster any other similar social welfare activity. To promote and foster charitable or educational activity having purposes consistent with those of the corporation. To do all lawful acts and things which may be necessary, useful or proper for the furtherance or accomplishment of the purposes of the corporation and as allowed by Idaho law.

For its purposes and not otherwise, this Corporation shall have only such powers as are required by and are consistent with the foregoing purposes, including the power to acquire and receive funds and property of every kind and nature whatsoever, whether to accept, purchase, convey, lease, gift, grant, bequest, legacy, devise, or otherwise, and to own, hold, expend, make gifts, grants and contributions of, and to convey, transfer, and dispose of any funds and property and the income therefrom for the furtherance of the

Articles of incorporation of

TRI-COUNTY SHERIFF'S ASSOCIATION, LTD.

7449 Amended Sheriff's Assn.

IDAHO SECRETARY OF STATE

07/09/2009 05:00

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IDAHO SECRETARY OF STATE

07/09/2009 05:00

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purpose of this Corporation hereinabove set forth, or any of them. The corporation may lease, mortgage, encumber, and use the same, and such other powers which are consistent with the foregoing purposes and which are afforded to this Corporation by the Idaho Nonprofit Corporation Act, as now enacted or as hereinafter amended and that also are authorized and qualify for Section 501(c)(4) exempt organizations.

To achieve the specific purposes listed above, this nonprofit corporation shall have all general powers to perform those functions authorized for nonprofit corporations by the Idaho Nonprofit Corporations Act including those functions and powers specifically enumerated in Section 30-3-24, Idaho Code.

5. **Membership.** The corporation shall have of members, who shall have equal voting rights. No members shall have any right, title, or interest in or to any property of the corporation.

6. **Registered Agent and Office.** The name of the initial registered agent and the address of the initial registered office of the corporation is: Dave Johnson, 501 No. Maple, Blackfoot, ID 83221.

7. **Directors.** The affairs of the corporation shall be conducted by a Board of Directors of not less than three (3) nor more than ten (10) members, the exact number of which shall, from time to time, be fixed by the by-laws.

The initial Board of Directors who shall serve on an interim basis until the First Meeting, at which time directors shall be formally elected, are listed as follows:

	<u>Name</u>	<u>Address</u>
A.	Dave Johnson	501 No. Maple Blackfoot, ID 83221
B.	Paul J. Wilde	605 No. Capital Idaho Falls, ID 83402
C.	Roy Klingler	145 East Main St. Rexburg, ID 83440

The terms of the directors shall be set by the by-laws of the corporation. No Directors shall have any right, title, or interest in or to any property of the corporation.

8. **Incorporator.** The name and address of the incorporator:

<u>Name</u>	<u>Address</u>
Dale P. Thomson	115 East Main St. P.O. Box 609 Rexburg, ID 83440

9. **Nonprofit Status.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, officers, or other private persons. The primary purpose of the corporation shall not 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 any 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)(4) 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).

10. Dissolution. Dissolution shall occur upon the vote of a majority of members. Upon the dissolution of the corporation, the Directors shall oversee, after paying or making provision for the payment of all of the liabilities of the corporation, the disposal of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for social welfare or civic purposes as shall qualify as an exempt organization or organizations under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the members shall determine. Any of such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

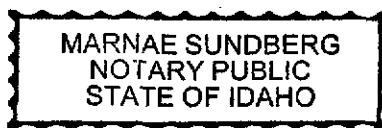
DATED This 8th day of July, 2009.

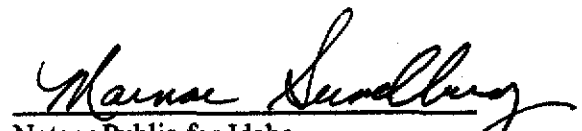

Dale P. Thomson

STATE OF IDAHO)
 ss.
County of Madison)

On this 8th day of July, 2009, before me, the undersigned a Notary Public in and for said State, personally appeared Dale P. Thomson, 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 day and year in this certificate first above written.




Notary Public for Idaho
Residing at: Rexburg, Idaho
My Commission Expires: 11/15/2011