

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

FRATERNAL ORGANIZATION OF LATIN AMERICAN SPANISH-PEOPLES, INC.

was filed in the office of the Secretary of State on the **Tenth** day of **January**, A. D. One Thousand Nine Hundred **Sixty-four** and is duly recorded on Film No. **126** of Record of Domestic Corporations of the State of Idaho, and that the said articles contain the statement of facts required by Sections 30-103, 30-1101 and 30-1102, Idaho Code.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name stated in the articles, and for **perpetual existence** from the date hereof, with its registered office in this State located at **Pocatello** in the County of **Bannock** and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, 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 **10th** day of **January**, A.D., 19 **64**.

Secretary of State.

In accordance with and pursuant to notices published in the Idaho State Journal, Pocatello, Idaho, December 11th and 18th and pursuant to notice publicly displayed from December 11th to December 28th on the bulletin board located in St. Anthony Catholic Church, Pocatello, Idaho; both of which read as follows:

"MEETING OF THE MEMBERSHIP OF THE FRATERNAL ORGANIZATION OF LATIN AMERICAN SPANISH PEOPLE FOR THE PURPOSE OF ADOPTING ARTICLES OF INCORPORATION BY-LAWS AND ELECTION OF THE BOARD OF DIRECTORS OF THE ORGANIZATION SHALL BE HELD AT 7:30 P. M. at ST. ANTHONY PARISH HALL SATURDAY, DECEMBER 28, 1963."

The following articles of incorporation were adopted by majority vote of the members present and the following members were elected as members of the Board of Directors, for the terms herein set forth, by majority vote of the membership present.

Anthony S. Rojas, 5-year term; Victoria Bienavedez, 4-year term; Juan Huerta, 3-year term; Castido Guerra, 2-year term; and Edgar Penagos, 1-year term.

ARTICLES OF INCORPORATION OF "FRATERNAL ORGANIZATION OF LATIN AMERICAN SPANISH PEOPLES"

We, Anthony S. Rojas, Victoria Bienavedez, Juan Huerta, Castido Guerra, Edgar Penagos:

Whose names are hereunto subscribed, hereby Associate ourselves together and form a Non-Profit Corporation under and by virtue of Chapter 11, Sections 30-1101, 30-1102, 30-1104 and 30-1105, Idaho Laws, and do make and subscribe in triplicate the following articles of Incorporation.

ARTICLE I

The name assumed by this Corporation and by which it shall be known is: "FRATERNAL ORGANIZATION OF LATIN AMERICAN SPANISH-PEOPLES", INC."

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

This Corporation shall not engage in any trade or commerce or any activity which will result in a remunerative profit to its members. Subject to the foregoing limitations, the object business and pursuit of this Corporation shall be as follows:

1. To provide, but without gain or profit to its members, for social, educational and patriotical activities of the peoples of Latin American-Spanish heritage living in the State of Idaho.

2. To arrange and conduct meetings, dinners, dances, parades, educational forums and other related activities for and on behalf of the peoples mentioned in section one (1) of this article, without remunerative gain to its members.
3. To collect and receive dues from members, and contributions from others to finance the activities of this Non-Profit Corporation.
4. To do any or all of the following things in so far as some may be necessary or convenient in carrying out the above stated objects of this Corporation:
 - (A) Employ by contract or otherwise, persons or firms to assist in carrying out the objects and pursuits of this Corporation.
 - (B) Purchase, lease or otherwise provide places for meetings, dances, music, educational, Social activities; costumes, decorations or other things, tangible or intangible, necessary to carry out the objects and pursuits of this Corporation.
5. To purchase, receive, possess and dispose of such real and personal property as may be necessary or convenient to carry out the objects and pursuits of this Corporation.
6. To borrow money and contract or assume indebtedness in carrying out the objects and pursuits of this Corporation. Issue bills, notes or other evidences of such indebtedness, and secure payment thereof by mortgage or pledge of real or personal property of this Corporation.
7. To contract with others in respect to any matters mentioned in this article, and to do any and all things necessary or convenient in carrying out the above stated objects and pursuits of this Corporation.

ARTICLE IV

At the time these articles of Incorporation are executed, this Corporation is not in possession of any property or money; however, after the organization of this Corporation shall have been completed, there will be transferred to it from the Non-Profit, Non-Incorporated body known as Committee for Mexican Independence Festivities, certain properties and monies, the amounted value of which cannot be determined at this time, but does not exceed one thousand dollars (\$1,000.00).

ARTICLE V

This Corporation's revenue and income shall be derived from:

- (A) Dues collected from members.
- (B) Amounts derived from the sale of tickets, foodstuffs, drinks, costumes, pictures, books, magazines, pamphlets or other related items directly connected with the expressed objects and pursuits of this Corporation.
- (C) Such voluntary contributions or donations as may be made to the Corporation from time to time.

ARTICLE VI

The names and post office addresses of the persons executing these articles are:
Anthony S. Rojas, Victoria Bienavedez, Juan Huerta, Castido Guerra, Edgar Penagos.
411 S. Hayes Box 80 1205 East Hayden 1224 S.3rd 711 S.3rd, Pocatello
Pocatello, Idaho Aberdeen, Idaho Pocatello, Idaho Pocatello, Idaho Pocatello, Idaho

ARTICLE VII

The governing body which is to exercise the powers of this Corporation shall be a board of directors consisting of five (5) members to be elected as follows:

- (A) Five directors shall be elected at the first regular annual meeting of the Corporation by the members present at such meeting; one director shall be elected for a five year term, one director shall be elected for a four year term, one director shall be elected for a three year term, one director shall be elected for a two year term and one director shall be elected for a one year term.
- (B) Thereafter, and throughout the life of this Corporation, one director shall be elected for a five-year term by the membership of the Corporation at the regular annual meeting.
- (C) Provided, that if the membership shall fail to elect a member of the board of directors at the regular annual meeting, the remaining members of the board of directors shall by majority vote of the then constituted board appoint or select a member to fill the vacancy then existing on the board.
- (D) Should a vacancy develop in the membership of the board of directors between regular annual meetings, such vacancy shall be filled by direction of the remaining members of the board of directors.
- (E) Members of the board of directors selected to fill vacancies on the board as set forth in section (D) of this article or by failure of the membership to elect a member as set forth in section (C) of this article shall hold office only until the regular annual meeting of the membership where successors to fill the unexpired term of the vacancies thus enumerated, shall be elected by vote of the membership. All other members of the board shall hold office until their duly qualified successors shall be elected.
- (F) Between meetings, the board of directors shall have full powers to make and execute policies of this Corporation, provided that such policies are consistent with, and in accordance with the objects and pursuits of this Corporation and these articles.
- (G) The board of directors shall be required at the regular annual meeting of the membership to make a full and complete report of income and disbursements of the Corporation, acquisition and disposal of real or personal property of the Corporation, and the adoption and execution of policies affecting the Corporation.
- (H) The board of directors shall not be empowered to initiate or execute policies to dispose of the assets of this Corporation not consistent with the objects and pursuits of this Corporation, or these articles.
- (I) The power of the board of directors as set forth in section (F) of this article

shall be further limited or abridged by an opposition vote of two-thirds (2/3) of the membership assembled in any regular annual or special meeting called for that purpose.

- (J) The board of directors shall, upon petition of twenty-five (25) or more members of the Corporation, be required to call a special meeting of the full membership, within 20 days after receipt of such petition to dispose of any matters expressly set forth in such petition. In addition, a notice shall be posted at the place of meeting 2 weeks prior to the date of such meeting.
- (K) The board of directors shall upon assuming office appoint a Secretary to maintain and secure the annual and permanent records of this Corporation. The appointee thus described shall serve at the pleasure of the board.

ARTICLE VIII

The board of directors shall not grant the payment of any salary, without the permission of the majority vote, of the membership as recorded in the annual regular meeting, or a special meeting called for that purpose.

ARTICLE IX

- (A) All members of the board and the appointees of the board shall serve this corporation without pay or any kind of remuneration unless such pay or remuneration is specially adopted and set forth by a majority vote of the membership.
- (B) The board shall by majority vote of the members of the Corporation confirm the election of a treasurer who shall accurately keep records of all receipts and expenditures of the Corporation.

ARTICLE X

The regular annual meeting following the annual meeting on December 28, 1963, of the membership shall be during the second week in January of each year, on a date selected by the board of directors. The membership shall be notified by a notice published in a newspaper located in Pocatello, Idaho. Such notice shall be published once a week for two weeks prior to the date of the meeting. In addition a notice shall be mailed to the last known address of each member. In addition a notice shall be posted at the place of meeting two weeks prior to the date of such meeting. Notice of special meeting shall be given in the same manner.

ARTICLE XI

Any person residing in the State of Idaho, and being of Latin American-Spanish heritage, shall upon the payment of ten cents (10¢) each month be issued a certificate of membership, and be granted full and equal rights with all other members. Voting rights of members shall not be transferable. The failure to pay dues as herein set forth shall automatically terminate membership in this corporation and discontinue all rights and privileges without remuneration. Membership may be renewed upon the resumption of dues payment as herein set forth.

ARTICLE XII

This Corporation will have no capital stock and will issue no shares. No compensation will be allowed, given or promised by this Corporation or by anyone on its behalf for procuring new members.

No insurance of any kind or in any form shall be issued by this Corporation.

ARTICLE XIII

The address of the principal office of this Corporation shall be 411 South Hayes, Pocatello, Idaho.

Signed:

Anthony S. Rojas
Anthony S. Rojas, 411 South Hayes, Pocatello

Victoria G. Bienavedez
Victoria G. Bienavedez, Box 80, Aberdeen

Juan Huerta
Juan Huerta, 1205 East Hayden, Pocatello

Castulo M. Guerra
Castulo M. Guerra, 1224 South 3rd, Pocatello
CASTULO

Edgar G. Penagos
Edgar G. Penagos, 711 South 3rd, Pocatello

Anthony S. Rojas Juan Huerta Castulo M. Guerra Edgar G. Penagos
ANTHONY S. ROJAS JUAN HUERTA CASTULO M. GUERRA EDGAR G. PENAGOS

First being duly sworn, deposes and say: that they, individually and collectively, have read and have full knowledge of the contents of the foregoing, and hereby certify that this is a true and correct record of the adopted action of the Organization referred to herein.

Anthony S. Rojas Juan Huerta
Edgar G. Penagos

Subscribed and sworn to before me this

day of January 1964.

Im Bustine
NOTARY PUBLIC

Residing at Pocatello, Idaho.