



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

MARSH VALLEY JOINT SCHOOL DISTRICT NO. 21 FOUNDATION, 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 _____

MARSH VALLEY JOINT SCHOOL DISTRICT NO. 21 FOUNDATION, 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 19, 19 89.



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala

Corporation Clerk

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION SEC. OF STATE

89 OCT 19 AM 8 57

89 SEP 8 AM 8 54

The undersigned, acting to incorporate a corporation under the Idaho Nonprofit Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME: The name of the corporation is Marsh Valley Joint School District No. 21 Foundation, Inc.

2. NONPROFIT: This is a nonprofit corporation.

3. DURATION: The period of its duration is perpetual.

4. PURPOSES: The purpose for which Marsh Valley Joint School District No. 21 Foundation is formed and functions are to provide support for School District No. 21 objectives of School District No. 21.

5. EXEMPT STATUS: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 4 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 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)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States contribution 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).

6. DISSOLUTION: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all 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 charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 510(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any 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.

8. INTERNAL AFFAIRS: Provisions for the regulation of the internal affairs of the corporation are such as may be provided

in detail by the corporation's By-Laws, which may be made, altered or amended by the corporation's Board of Directors.

9. REGISTERED AGENT AND OFFICE: The initial registered agent is:

Gordon S. Loosle

and the initial registered office is:

40 South School
Arimo, Idaho 83214

10. BOARD OF DIRECTORS: The number of directors shall be 12 or more which number shall be set from time to time by resolution of the Board of Directors. The initial Board of Directors shall consist of thirteen (13) individuals who will as the initial directors until the first annual meeting or until the successors are elected. The names and addresses of the initial directors are:

Dr. Gordon S. Loosle, Superintendent
559 East 2nd North
Downey, Idaho 83234

Mr. Reed Cammack, Chairman
P. O. Box 62
McCammon, Idaho 83250

Mr. Kevin Koester, Vice Chairman
P. O. Box 697
Lava Hot Springs, Idaho 83246

Mrs. Dorothy Allsop, Secretary
P. O. Box 206
Downey, Idaho 83234

Mrs. Evelyn Bronson, Treasurer
P. O. Box 10
Arimo, Idaho 83214

Mrs. Margene Criddle
23274 8th East
Downey, Idaho 83234

Mrs. Barbara Olson
19746 South Olson Road
Downey, Idaho 83234

Mrs. Elaine Cobia
Star Route - Box 47
McCammon, Idaho 83250

Mrs. Sandra Smith
1827 East Arimo Road
Arimo, Idaho 83214

Mr. J. Morgan Evans
26704 Back Red Rock Road
Downey, Idaho 83234

Mr. Dale Bowman
244 Stephen
Inkom, Idaho 83245

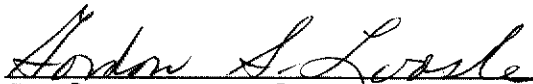
Mrs. Joyce Stephenson
171 Helmandollar Drive
Inkom, Idaho 83245

Mr. Kim Thomas
11473 East Gibbs Road
Swan Lake, Idaho 83221

11. INCORPORATOR: The name and address of the
incorporator is:

Gordon S. Loosle
40 South School
Arimo, Idaho 83214

DATED: Oct. 16, 1989.


Gordon S. Loosle, INCORPORATOR

STATE OF IDAHO)
 :SS
COUNTY OF BANNOCK)

On this 16th day of October, 1989, before me, the undersigned Notary Public, in and for said State, personally appeared Gordon S. Loosle, 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 first written above.

Ala Mae Cunningham
NOTARY PUBLIC - STATE OF IDAHO
My Commission Expires: 2/22/91

(SEAL)