



Department of State

**CERTIFICATE OF INCORPORATION
OF**

GREATER ALTURAS DEVELOPMENT COMMITTEE, 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 _____

GREATER ALTURAS DEVELOPMENT COMMITTEE, 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 May 24, 19 91.



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala

Corporation Clerk

ARTICLES OF INCORPORATION
OF THE
GREATER ALTURAS DEVELOPMENT COMMITTEE, Inc.

May 24 3 28 PM '91
SECRETARY OF STATE

These articles of incorporation are signed and acknowledged by the incorporators for the purpose of forming a non-profit profit corporation under the provisions of Chapter 3, Title 30, Idaho Code as follows:

ARTICLE I

The name of the corporation is the Greater Alturas Development Committee, Inc. This corporation is a non-profit corporation.

ARTICLE II

The purposes for which the corporation is organized are as follows:

A. To operate for educational, scientific, literary purposes including but not limited to the following:

1. To promote an awareness and appreciation of that part of Idaho formerly represented by Alturas County of the Idaho Territory, including present day Elmore County and adjoining counties, and called by this corporation the "Greater Alturas Bioregion";

2. To promote the concept of bioregional relationships as a means of economic, ecological, and social improvement;

3. To promote an open forum, through periodic meetings, for grassroots participation in issues affecting this region, and through the governing bodies herein provided, for the protection, preservation, and enhancement of the lifestyle of the Greater Alturas Bioregion, and to encourage development within sound bioregional principles;

4. To conduct periodic studies and surveys of the Greater Alturas Bioregion, and to disseminate that information to the public;

5. To promote educational activities about the resources, resource management issues, laws, problems, policies, opportunities, and other issues relating to the Greater Alturas Bioregion;

6. To lease, own, hold, sell, mortgage, pledge, dedicate, and use such real property as may be deemed necessary and useful for the purpose of the corporation.

B. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any interest therein, wherever situated, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business for profit, to exercise any power, or to do any act which a corporation formed under Chapter 3, Title 30, Idaho Code or any amendment thereto or substitute for, may not at that time lawfully carry on or do.

ARTICLE III

The term of existence of this corporation shall be perpetual.

ARTICLE IV

The location of the corporation is in the City of Glens Ferry, in the County of Elmore, and in the State of Idaho. The post office address of the registered corporation shall be P. O. Box 455, Glens Ferry, Idaho, 83623. The street address shall be 914 E. Cleveland, Glens Ferry, Idaho, 83623. The name of the initial registered agent at this address is Laurie Black, 914 E. Cleveland, Post Office Box 455, Glens Ferry, Idaho, 83623.

ARTICLE V

Said corporation is organized on a non-stock basis. The amount of assets which said corporation possesses is: Real Property, none; Personal property, Twenty Five Dollars and no cents (\$25.00) cash. Said corporation is to be financed under the following general plan: By contribution to it of funds and property absolutely or in trust for its purposes as herein stated and for no other purposes.

ARTICLE VI

The affairs of this corporation shall be governed by a body chosen from its membership which shall be called the Board of Directors. The Board shall consist of four members, each of which shall be elected by the membership with each member serving a one-year term. The Board shall exercise executive responsibilities and shall consist of a Chairman, Vice-chairman, Secretary, and Treasurer. The Board shall act as set forth in the corporation By-Laws. Elections shall be held annually at a time and place to be fixed by the Board of Directors; in the election, the individuals receiving the largest number of votes shall be deemed elected. Only a single vote shall be cast by a member for an individual, and all procedures shall be as set in the By-laws of this corporation.

ARTICLE VII

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 in Article Two hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise influencing 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 candidates 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 1954 (or the corresponding provision of any future United States Internal Revenue Code) or by (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VIII

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of the assets of the corporation exclusively for the purposes of the organization 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 501 (c) (3) of the Internal Revenue code of

1954 (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 by the court of Common Pleas of the county in which the principle 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.

ARTICLE IX

The name and places of residences, or businesses, of each of the Incorporators are as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
<u>Randall E. Morris</u> <u>83647</u>	<u>P.O. Box 732, Mtn. Home, ID</u>
<u>Donald D. Black</u> <u>83627</u>	<u>P. O. Box 105, Hammett, ID</u>
<u>Laurie B. Black</u> <u>83623</u>	<u>P. O. Box 455, Glenss Ferry, ID</u>

ARTICLE X

The Names and addresses of the first named Board of Directors are as follows and shall hold office until the first election of the directors by the membership:

<u>NAMES</u>	<u>ADDRESSES</u>
<u>Randall E. Morris</u> _____	<u>P.O. Box 732, Mtn. Home, ID 83647</u>
<u>Donald D. Black</u> <u>83627</u>	<u>P. O. Box 105, Hammett, ID</u>
<u>Laurie B. Black</u> <u>83623</u>	<u>P. O. Box 455, Glenss Ferry, ID</u>
<u>Thelma M. Black</u>	<u>P. O. Box 717, Glenss Ferry, ID 83623</u>

ARTICLE XI

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-laws.

IN WITNESS WHEREOF, the incorporators have signed these Articles of Incorporation this 10th day of May, 1991.

Randall E. Morris
Randall E. Morris

Donald D. Black
Donald D. Black

Laurie B. Black
Laurie B. Black

STATE OF IDAHO

COUNTY OF ELMORE

on this 10th day of May 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared Randall E. Morris, Donald D. Black, and Laurie B. Black known to me to be the persons who signed the foregoing instrument. ~~in~~ witness of, I have hereunto ~~set~~ my hand and affixed my seal.

Cheryl J. L...
Notary Public
desiding in Glenns Ferry