

ARTICLES OF INCORPORATION  
OF  
USS IDAHO COMMISSIONING FOUNDATION, INC.

For Office Use Only

**-FILED-**

File #: 0003812681

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The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

ARTICLE I  
NAME OF THE CORPORATION

The name of the Corporation is USS Idaho Commissioning Foundation, Inc.

ARTICLE II  
EFFECTIVE DATE

The effective date of the Corporation shall be: upon filing by the Secretary of State.

ARTICLE III  
PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The specific purpose for which the Corporation is organized and operated is to support the commissioning of the submarine USS Idaho (SSN 799) and activities related thereto, including, without limitation: (i) raising awareness within the state of Idaho about the construction and commissioning; (ii) promoting relations between the state and the ship's crew before and after commissioning; (iii) coordinating activities in connection with and surrounding the commissioning; and (iv) raising funds to finance appropriate events and activities associated with these objectives.

The Corporation will exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein 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 that a corporation formed under the Act, or any amendment thereto, may not at that time lawfully carry on or do.

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ARTICLE IV  
REGISTERED AGENT

The registered agent for the Corporation is Steven P. Arnold, Esq., 17364 Stiehl Creek Dr., Nampa, ID, 83687.

ARTICLE V  
ADDRESS

The address of the initial registered office of the Corporation is 168 N. 9th St., Suite 200, Boise, ID 83702-5725; Attn: USS Idaho Commissioning Foundation.

ARTICLE VI  
LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 for 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.

ARTICLE VII  
NO VOTING MEMBERS

The corporation shall not have any voting members.

ARTICLE VIII  
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws, which number shall be no less than three. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
<b>Richard Colburn (Chairman)</b>	<b>3119 W. Gemstone Dr., Meridian, Idaho 83646</b>
<b>Richard Fife (Vice Chairman)</b>	<b>4304 Maricite St. SE, Lacey, WA 98503</b>
<b>Andrew Krivy (Secretary)</b>	<b>10310 Lake Hazel, Boise, ID 83709</b>
<b>Lance Kolbet (Treasurer)</b>	<b>1275 Dolostone Drive, Pocatello, ID 83201</b>
<b>Steven Arnold (General Counsel)</b>	<b>17364 Stiehl Creek Dr., Nampa, ID 83687</b>

ARTICLE IX  
DISTRIBUTION ON DISSOLUTION

The duration of the corporate existence shall be perpetual. In the event of liquidation, dissolution, or winding up of the Corporation, whether voluntary, involuntary, or by the operation of law, the property or other assets of the Corporation remaining after the payment, satisfaction, and discharge of liabilities or obligations, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, as determined at that time by the Board of Directors with preference being given for at least some portion of the assets going to one or more 501(c)(3) corporations established for long-term support of the USS Idaho and crew.

Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

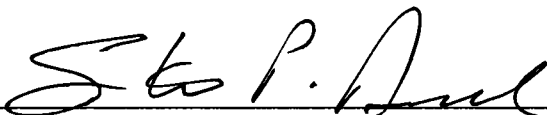
ARTICLE X  
INCORPORATOR

The name and street address of the incorporator is Steven P. Arnold, 17364 Stiehl Creek Dr., Nampa, ID 83687. Email: [steve83642@yahoo.com](mailto:steve83642@yahoo.com)

ARTICLE XI  
BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws to be approved by the Directors.

DATED this 10th day of March, 2020.

  
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Steven P. Arnold, Incorporator