

ARTICLES OF INCORPORATION

OF

FILED EFFECTIVE

11 JUL -7 AM 10:00

IDAHO HEARTLAND COALITION, INC.

SECRETARY OF STATE  
STATE OF IDAHO

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.

The name of the Corporation is Idaho Heartland Coalition, Inc.

Article II Nonprofit Status.

The Corporation is a nonprofit corporation.

Article III Period of Duration.

The period of duration of the Corporation is perpetual.

Article IV Registered Office and Agent.

The location of the Corporation is in the City of Meridian, County of Ada, and in the State of Idaho. The address of the initial registered office is 55 SW 5<sup>th</sup> Ave Suite 100, Meridian, Idaho 83642, and the name of the initial registered agent at this address is Roger Batt.

Article V Purposes.

The purposes for which the Corporation is organized and will be operated are as follows:

A. To support and promote: (1) economic and social prosperity through the responsible use of land, water and other natural resources; (2) common-sense governance that is consistent with Idaho core values of hard work, self-reliance, integrity, and mutual respect, and (3) the essential and sustaining roles of families, communities and faith in the lives of Idahoans.

B. In pursuit of these purposes, to operate as a civic organization within the meaning of Section 501(c)4 of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)4.

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C. To 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 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 that a corporation formed under the Act, or any amendment thereto, may not at that time lawfully carry on or do.

#### 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, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to enter into agreements to hire for services rendered, pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

#### Article VII Members.

The corporation shall not have any 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. 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 address of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Bob Naerebout	1182 Eastland Drive North, Suite A Twin Falls, ID 83301
Terry Perryman	P.O. Box 370 Caldwell, ID 83616
Don Sonke	22 North Borah Way Nampa, ID 83651

Article IX Distribution on Dissolution.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under sections 501(c)3 or 501(c)4 of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. 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.

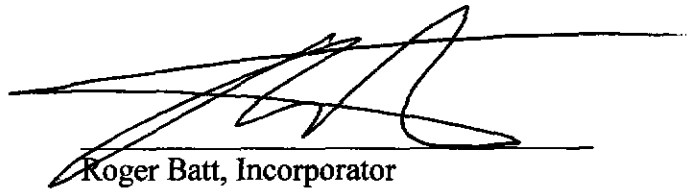
Article XI Incorporator.

The name and street address of the incorporator is Roger Batt, 55 SW 5<sup>th</sup> Avenue, Suite 100, Meridian, Idaho 83642.

Article XII Bylaws.

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this 6<sup>th</sup> day of July, 2011.

  
Roger Batt, Incorporator

### INSTRUCTIONS

Optional: If the document is incorrect where can you be reached for corrections? 208-888-0988

Note: Complete and submit the application in duplicate. If you intend to apply for IRS federal tax exemption as a charitable organization, your articles must contain a purpose clause and a dissolution of assets provision. Valuable information on 501(c)(3) qualification is on the IRS website, [www.irs.gov](http://www.irs.gov)

1. Article 1 - Enter the name of the corporation. Pursuant to Idaho Code § 30-3-27, a corporate name must contain the word corporation, incorporated, company or limited, or an abbreviation thereof, provided however, that if the word "company" or its abbreviation is used it shall not be immediately preceded by the word "and" or by an abbreviation or symbol thereof. A corporate name must be distinguishable upon the records of the Secretary of State from any other formally organized entity, such as corporations, limited liability companies, limited partnerships and limited liability partnerships. It is advised that you contact the Secretary of State to check for name availability before filing.
2. Article 2 - Enter the purpose for which the corporation is organized.
3. Article 3 - Enter the name and physical address of the registered agent of the corporation. This address may not be a PO Box or PMB (personal mail box). A registered agent is the person designated to receive service of process upon litigation.
4. Article 4 - Pursuant to Idaho Code § 30-3-65, other than a corporation organized for religious purposes, a nonprofit corporation shall consist of no fewer than 3 people. Enter the names and addresses of the initial board of directors.
5. Article 5 - Enter the name(s) and address(es) of at least 1 incorporator.
6. Article 6 - Enter the mailing address that you would like future reports mailed to.
7. Will the corporation consist of voting members? Mark the appropriate box.
8. Enter where the assets will be distributed upon dissolution of the corporation.
9. The articles of incorporation must be signed by all of the incorporators listed in article 5. Please identify the name of the signer by typing his/her name opposite the signature.
10. Enclose the appropriate fee:
  - a. The application fee is \$30.00.
  - b. If expedited service is requested, add \$20.00 to the filing fee.
  - c. If the fees are to be paid from the filing party's pre-paid customer account, conspicuously indicate the customer account number in the cover letter or transmittal document.

Pursuant to Idaho Code § 67-910(6), the Secretary of State's Office may delete a business entity filing from our database if payment for the filing is not completed.

11. Mail or deliver to:

Office of the Secretary of State  
450 N 4th Street  
PO Box 83720  
Boise ID 83720-0080  
(208) 334-2301

12. If you have questions or need help, call the Secretary of State's office at (208) 334-2301.