



CERTIFICATE OF INCORPORATION
OF

PAYETTE COUNTY JUVENILE ATTENTION BOARD, INC.

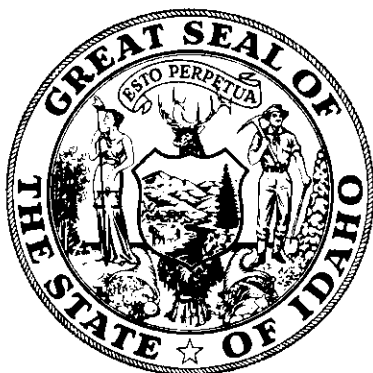
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

PAYETTE COUNTY JUVENILE ATTENTION BOARD, 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 9, 1984.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

Payette County Juvenile Attention Board, Inc.
Payette County, Payette, Idaho

Article #1

The name of this corporation shall be: Payette County Juvenile Attention Board, Inc., a non-profit corporation, hereinafter referred to as "The Board."

Article #2

The purpose of this corporation shall be to promote, operate and support facilities for adequate maintenance and care of youth who for one reason or other have to be supported and maintained outside of their own home. To support efforts by other groups to establish and maintain like facilities. To receive donations and contributions from any person, firm, corporation, government agency, or other source to carry out the purpose of this corporation. To apply for and receive grants, matching funds, and other assistance from any agency of the State and Federal Governments. To acquire title and hold title to such real and personal property as may be necessary or desirable to carry out its purpose, and to manage and operate any real or personal property given and devised to, or acquired by the corporation. To sell, convey, dispose of, or exchange both real and/or personal property, and to do any and all things convenient and incidental to the purpose of the corporation, and generally to have and to exercise all such powers as are by Law conferred upon such corporations of like character, and carrying out the purpose of the corporation to do any and all things and exercise any and all powers not prohibited by Law, and not for pecuniary profit.

Article #3

This corporation shall have perpetual existence.

Article #4

Membership of the corporation shall be comprised of the Payette County Board of Commissioners.

Article #5

The officers of this corporation shall be: Chairman, Vice Chairman, Secretary, and Treasurer, and shall serve as the Executive Committee of the Board of Directors. Officers shall be elected by the Board after the manner stated in the By-Laws of this corporation.

Article #6

In the event of the dissolution of this corporation, the disposal of assets or property shall be determined at such time of dissolution by the directors,

provided that such assets or property may be transferred only to a non-profit corporation or an agency of government having objects or purpose similar to those to which this corporation is devoted; provided further that in no event shall any of the assets or property of this corporation, or the proceeds of any said assets or property thereof go to or be distributed to members, or for any other such purpose, it being the intent that in the dissolution of this corporation, or upon its ceasing to carry out the objects and purposes herein set forth, the property and assets then owned by the corporation shall be devoted to the carrying on of the function and purpose of the corporation, as the Board of Directors shall determine.

Article #7

The names and addresses of those who are to serve as incorporators are:

- | | |
|-------------------|---------------------------------------|
| 1. Allen Hull | 1103 2nd Avenue South; Payette, Idaho |
| 2. Maggie Coffelt | 720 6th Avenue South; Payette, Idaho |

Article #8

The name and address of the initial registered officer is Allen Hull, 1103 2nd Avenue South; Payette, Idaho.

Article #9

The number of directors constituting the initial Board of Directors is six (6). The names and addresses of each director are:

- | | |
|-------------------|---------------------------------------|
| 1. Allen Hull | 1103 2nd Avenue South; Payette, Idaho |
| 2. John Sandquist | Rt. 2, Box 2560; Fruitland, Idaho |
| 3. Tex Ray | P. O. Box 656; New Plymouth, Idaho |
| 4. Maggie Coffelt | 720 6th Avenue South; Payette, Idaho |
| 5. Rod Tegathoff | 125 Holly; New Plymouth, Idaho |
| 6. Tom Smith | P. O. Box 425; Fruitland, Idaho |

DATED: September 28, 1984

Allen Hull
ALLEN HULL

Maggie Coffelt
MAGGIE COFFELT

SUBSCRIBED AND SWORN to before me this 28th day of September, 1984.

Laurel B. Hunsicker
Notary Public for said State
Residing at: Fruitland, ID