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**Articles of Incorporation
of
The Graham and Ruby DeLaet Foundation, Inc.**

In compliance with the requirements of the "Idaho Nonprofit Corporation Act," Idaho Code, Chapter 30, Title 30, et seq., the undersigned, who is of lawful age, has this day voluntarily associated for the purpose of forming a corporation not for profit, and does hereby certify as follows:

**ARTICLE I
Name**

The name of the Corporation is "The Graham and Ruby DeLaet Foundation, 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, Registered Agent and Mailing Address**

The address of the current registered office is 265 West Ashbourne Drive, Eagle, Idaho 83616, the name of the current registered agent is Ruby M. DeLaet. The mailing address of the Corporation is 265 West Ashbourne Drive, Eagle, Idaho 83616.

**ARTICLE V
Purposes**

The Corporation is organized exclusively for charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including but not limited to supporting charities that focus on improving the mental health and welfare of children and supporting the development of junior golfers.

ARTICLE VI Limitations and Restrictions

Pecuniary profit is not the object or purpose of this Corporation. The property of the Corporation is irrevocably dedicated to the charitable purposes and 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 pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V 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. The Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code; therefore, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

ARTICLE VII No Members

The Corporation shall not have 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, but at no time shall the Board of Directors have less than three (3) members. The names and street addresses of the persons constituting the initial Board of Directors, who are to serve until their successors have been selected, are:

<u>Names</u>	<u>Addresses</u>
Graham N. DeLaet	265 West Ashbourne Drive Eagle, Idaho 83616
Ruby M. DeLaet	265 West Ashbourne Drive Eagle, Idaho 83616
Joseph Panzeri	1411 North 21 st Street Boise, Idaho 83702

The selection process for additional or successor Directors, as well as Director terms, removal and duties, shall be set forth in the Bylaws of the Corporation.

ARTICLE IX Incorporator

The name and address of the incorporator of the corporation are as follows:

Tyler Rice
Ahrens DeAngeli Law Group LLP
250 South 5th Street, Suite 660
Boise, Idaho 83702

ARTICLE X Distribution on Dissolution

The Corporation may be dissolved upon the affirmative vote of two-thirds (2/3rds) of the Board of Directors of the Corporation entitled to vote, such vote being taken at a meeting of the Board of Directors called for that purpose, or upon the written consent of all members of the Board of Directors of the Corporation. Upon dissolution or other termination of the Corporation, no part of the property of the Corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the Directors or officers of the Corporation or any private person, but all such property and proceeds shall, subject to the discharge of valid obligations of the Corporation and to applicable provisions of law, be distributed as directed by the Board of Directors of the Corporation to or among any one or more corporations, trusts, community chests, funds or foundations described in Section 501(c)(3) of the Internal Revenue Code or any successor provisions. Any property of the Corporation not so disposed of shall be disposed of by a court of competent jurisdiction in the district in which the principal office of the Corporation is then located, to such organization or organizations as said court shall determine, which are organized and operated exclusively for charitable purposes under § 501(c)(3) of the Internal Revenue Code.

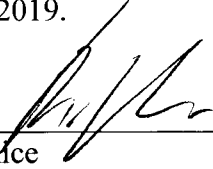
ARTICLE XI Amendments

Amendments to these Articles shall require the affirmative vote of a majority of the members of the Board of Directors of the Corporation then in office voting at a special meeting of the Board of Directors called for that purpose in accordance with Idaho Code Section 30-30-612.

ARTICLE XII
Bylaws

Provisions of 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.

IN WITNESS WHEREOF, the undersigned incorporator of said Corporation has executed these Articles of Incorporation this 29th day of July, 2019.

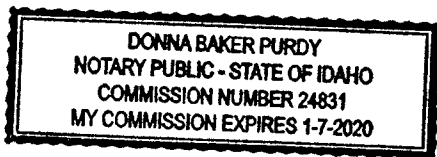


Tyler Rice

STATE OF IDAHO)
 : ss.
COUNTY OF ADA)

On this 29th day of July, 2019, before me, a Notary Public for the State of Idaho, personally appeared Tyler Rice, known to me to be the person named in the foregoing, and acknowledged to me that he executed the same as his free act and deed, for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.





Notary Public for Idaho