



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

THE KOOTENAI COUNTY CLEAN AIR COALITION, INC.

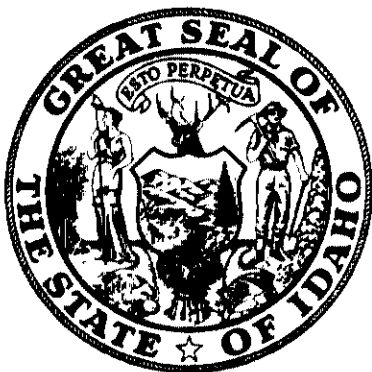
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

THE KOOTENAI COUNTY CLEAN AIR COALITION, 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 _____ March 1 _____, 19 91.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF INCORPORATION OF

THE KOOTENAI COUNTY CLEAN AIR COALITION, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are full age citizens of the United States of America, being desirous of forming a Corporation under and pursuant to the laws of the State of Idaho, do hereby enter into and adopt the following Articles of Incorporation pursuant to Idaho Code § 30-301.

ARTICLE I.

The name of the Corporation shall be THE KOOTENAI COUNTY CLEAN AIR COALITION, INC., a non-profit Corporation.

ARTICLE II.

The names and addresses of each of the incorporators of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ivan Dunnick	2102 N. Fairway Dr., Coeur d'Alene, ID 83814
Jeffrey Coulter	1324 Maple Ave., Coeur d'Alene, ID 83814
Bonnie Gorsuch	605 Third Street., Coeur d'Alene, ID 83814
Russell Gurstein	P.O. Box 1256, Hayden, ID 83835
Robert Duffield	1419 Stratford, Hayden, ID 83835

ARTICLE III.

The period of existence and duration of the life of this Corporation shall be perpetual.

ARTICLE IV.

The purposes and objectives for which this Corporation is formed are the following:

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1.) To promote public awareness of the adverse and detrimental effects that air pollution has on the economy of the region and the health of people living in or visiting the region.

2.) To assist and support interested persons who have been adversely affected by air pollution and who wish to participate in the public input process concerning these problems and, further, with advising affected persons of potential ways to mitigate or eliminate the practice so as to promote an environment whereby people do not have to suffer as a result of air pollution.

3.) To cooperate with the public, scientific community and all applicable local, state, and federal agencies in the collection of data and information regarding the impact of air pollution on the health, economy and enjoyment of life of people in the region. Further, to promote the inclusion of such information into the public record for utilization by the Smoke Management Advisory Board established and authorized by Idaho Code § 39-2304 or any such similar organization that may be subsequently established.

4.) To participate in the administrative processes of any agency or entity in the furtherance of reducing, eliminating or managing any air pollution in the State of Idaho.

5.) To preserve, protect, restore and enhance the natural and environmental integrity of the air that we breathe in a manner that not only protects air quality and scenic beauty, but also insures that the public is compensated for damages suffered as a result of air pollution.

ARTICLE V.

The Corporation shall have the following powers:

1.) To sue and be sued before competent tribunals at the will of the directors or membership.

2.) To own, buy, sell, lease assign, mortgage, hypothecate and by all lawful acts, deal in real and personal property, including the erection and maintenance of buildings and the obtaining of personal property which would further the interest of the Corporation.

ARTICLE VI.

The numbers of directors of this Corporation shall not be less than five nor more than eleven. The names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are the same as the incorporators of this Corporation as outlined in Article II.

ARTICLE VII.

This shall be a membership Corporation. The directors shall be elected by the members in accordance with the By-Laws based upon their dedication to the principals from which arise the Corporation's purposes and objectives, and their individual expertise.

ARTICLE VIII.

The location and address of the office of the Corporation is 6288 North Government Way, Coeur d'Alene, Idaho, 83814. The name of the registered agent at such location is ROBERT DUFFIELD. The telephone number for the Corporation is (208) 667-6169.

ARTICLE IX.

This Corporation is organized exclusively for charitable, education and scientific purposes, including, for such purposes, the making of distributions to organizations under § 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE X.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, it's members, 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 IV and IX hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate 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 § 501(c)(3) of the Internal Revenue Code of 1954 or (b.) by a Corporation, contributions to which are deductible under § 170(c)(2) of the Internal Revenue Code of 1954.

ARTICLE XI.


Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the

assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education or scientific purposes as shall at the time qualify as an exempt organization or organizations under § 501(c)(3) of the Internal Revenue Code of 1954, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court 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 XII.

The initial By-Laws of this Corporation shall be drafted and adopted by its Board of Directors. The members of this Corporation, at their Annual Meeting or at a Special Meeting called for such a purpose, or the Board of Directors of this Corporation, shall have the power by a majority vote to repeal or amend the By-Laws of this Corporation.

IN WITNESS WHEREOF the above-named incorporators have set their hands and seals this 18th day of January, 1991.


IVAN DUNNICK


JEFFREY COULTER

Bonnie A Gorsuch
BONNIE GORSUCH

Russell Gurstain
RUSSELL GURSTEIN

Robert Duffield
ROBERT DUFFIELD

State of Idaho)
) ss.
County of Kootenai)

On this the 18th day of January, 1991, before me the undersigned, Notary Public for said State, personally appeared IVAN DUNNICK, JEFFREY COULTER, BONNIE GORSUCH, RUSSELL GURSTEIN, and ROBERT DUFFIELD, known to me to be the persons whose names are subscribed to the above and foregoing instrument, and acknowledged to me that they have executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and seal the day and date last above written.

Angela Pickens
Notary Public for the State of Idaho
In and for the County of Kootenai
My commission expires: