



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

CASSIA COUNTY IDAHO CENTENNIAL COMMISSION INCORPORATED

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 _____

Cassia County Idaho Centennial Commission Incorporated

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 April 27, 19 88.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

107-852

OF

CASSIA COUNTY IDAHO CENTENNIAL COMMISSION INCORPORATED

We, the undersigned, being over the age of 18 years, for the purpose of forming a corporation under and pursuant to the provisions of the Idaho Business Corporations Act, do hereby associate ourselves as a body corporate and adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be CASSIA COUNTY
IDAHO CENTENNIAL COMMISSION INCORPORATED.

ARTICLE II

The duration of this corporation shall be through December 31, 1991.

ARTICLE III

The purposes for which this corporation is formed are to promote, encourage, and increase the public's knowledge and appreciation of the Centennial Celebration of the granting of Statehood to Idaho and celebration activities and to coordinate and provide services to the various groups, organizations and municipalities within Cassia County, which may desire to sponsor Centennial Celebration activities and carry out all other purposes necessary or incident to the above. All of the above purposes are meant to be exclusively charitable, educational, or

literary within the meaning of section 501(c)(3) of the Internal Revenue Code, as may be amended from time to time.

ARTICLE IV

There will be one class of membership with qualifications and rights as determined by the Board of Directors.

ARTICLE V

The location of the principal offices of the corporation shall be at Star Route P.O. Box 28, Albion, Idaho 83311.

The name and address of the corporation's registered agent shall be Susan Kempton, Star Route Box 28, Albion, ID 83311.

ARTICLE VI

The general management of the affairs of this corporation shall be vested in the directors of this corporation. The names and addresses of the first directors are as follows:

Susan Kempton,
Star Route Box 28
Albion, Idaho 83311

Lottie Hurst
800 East 100 South
Declo, Idaho 83323

Joyce Ward
Almo, Idaho 83312

Lyle Woodbury
Heglar Route
American Falls, Idaho 83211

Trish Mendenhall
Albion, Idaho 83311

Pattie Christensen
Route 1 Box 351
Rupert, Idaho 83350

Mary Bailey
Albion, Idaho 83311

Tommie Holm
1300 Sylvan Circle
Burley, Idaho 83318

Chris Handy
2929 Almo Avenue
Burley, Idaho 83318

Suzanne Critchfield
Oakley, Idaho 83346

Nick Cozakos
Best Western Burley Inn
Burley, Idaho 83318

Rae Smith
220 South Oakley Highway
Burley, Idaho 83318

Lex Kunau
1245 Overland Avenue
Burley, Idaho 83318

The term in office of the directors shall be through December 31, 1991. Upon the resignation of any director their replacement shall be chosen by the Chairman of the Board of Directors and approved by the majority of the balance of the Board subject to the limitation that the number of directors shall not be less than three.

ARTICLE VII

The name and address of each incorporator of this corporation is:

Susan Kempton
Star Route Box 28
Albion, ID 83311

Tommie Holm
1300 Sylvan Circle
Burley, Idaho 83318

Patti Christensen
Route 1 Box 351
Rupert, Idaho 83350

ARTICLE VIII

Notwithstanding any provision of these articles, this corporation shall not have the power to devote any substantial part of its activities to the carrying out of propaganda or otherwise attempting to influence legislation, nor shall the corporation have the power to participate in (including the publishing and distributing of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by any organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IX

All of this corporations's property and all of its net earnings shall be distributed, used and applied at the discretion of its Board of Directors in such amount and at such times as they may determine for the purposes for which this corporation was created; provided, however, that no part of the net earnings shall inure to the benefit of any private member or individual.

ARTICLE X

Upon liquidation or dissolution of this corporation, all of its assets and property shall, after payment of or provision of its liabilities, be distributed to an organization

designated by a majority of its directors, which organization itself is a non-profit foundation or corporation operated exclusively for artistic, cultural or educational purposes, which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. In no event shall any of the net assets or property of the corporation vest in or be distributed to any private member or individual.

IN WITNESS WHEREOF, we have hereunto set our hands this 13 day of April, 1988.

Susan Kempton
SUSAN KEMPTON

Patti Christensen
PATTI CHRISTENSEN

Tommie Holm
TOMMIE HOLM

STATE OF IDAHO)
) ss.
County of Cassia)

On this 13 day of April, 1988, before me the undersigned, a Notary Public in and for said State, personally appeared SUSAN KEMPTON, PATTI CHRISTENSEN and TOMMIE HOLM, known to me to be the persons whose names are subscribed to the within and foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

Nelda Mathews
NOTARY PUBLIC FOR IDAHO
Residing at: Idaho, Idaho

6-1-91