

# State of Idaho

## Department of State.

### CERTIFICATE OF INCORPORATION OF

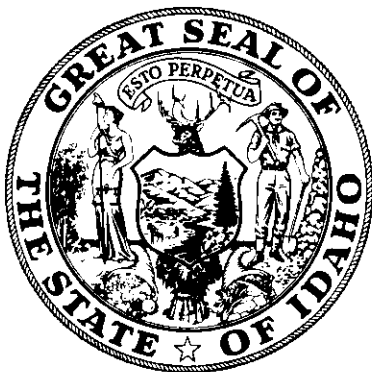
\_\_\_\_\_ STEPPING STONES, INC. \_\_\_\_\_

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 \_\_\_\_\_

\_\_\_\_\_ STEPPING STONES, 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 6** \_\_\_\_\_, 19 **80** \_\_\_\_\_.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF INCORPORATION

OF

STEPPING STONES, INC.

STATE

KNOW ALL BY THESE PRESENTS:

The undersigned, acting as incorporators of a corporation under the Idaho Nonprofit Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the Corporation is STEPPING STONES, INC.

II.

The Corporation is a nonprofit corporation. The Corporation is irrevocably dedicated to and operated exclusively for, non-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

III.

The period of its duration is perpetual.

IV.

The purpose or purposes for which the Corporation is organized are:

To help meet the residential and vocational needs of developmentally disabled persons; the development of a continuum of community-based alternative living arrangements and vocational programs; to determine the need for alternative living arrangements and vocational programs for developmentally disabled persons; to develop receptivity and support for the establishment of alternative living and vocational programs; to develop and implement long-term plans to provide a continuum of vocational services; to develop and implement short-term plans to meet the most critical vocational needs; to develop and implement long-term plans to provide a continuum of community-based alternative living arrangements; to develop and implement short-term plans to meet the most critical alternative living needs; to develop and implement an evaluation

1 system for the alternative living arrangements and vocational  
2 programs; and to work with all existing agencies, service organiza-  
3 tions, etc., in the development and implementation of the foregoing  
4 objectives.

5 To provide handicapped persons with housing facilities and  
6 services specially designed to meet their physical, social and  
7 psychological needs, and to promote their health, security,  
8 happiness and usefulness in longer living, the charges for such  
9 facilities and services to be predicated upon the provision,  
10 maintenance and operation thereof on a nonprofit basis.

11 V.

12 The Corporation shall have all of the powers allowed by law  
13 and is specifically empowered:

14 To buy, own, sell, assign, mortgage or lease any interest in  
15 real estate and personal property and to construct, maintain and  
16 operate improvements thereon necessary or incident to the accom-  
17 plishment of the purposes set forth in Article IV hereof.

18 To borrow money and issue evidence of indebtedness in fur-  
19 therance of any or all of the objects of its business, and to  
20 secure the same by mortgage, pledge or other lien on the Corpora-  
21 tion's property.

22 To do and perform all acts reasonably necessary to accomplish  
23 the purposes of the Corporation, including the execution of a  
24 Regulatory Agreement with the Secretary of Housing and Urban  
25 Development, and of such other instruments and undertakings as  
26 may be necessary to enable the Corporation to secure the benefits  
27 of financing under Section 202 of the Housing Act of 1959. Such  
28 Regulatory Agreement and other instruments and undertakings shall  
29 remain binding upon the Corporation, its successors and assigns,  
30 so long as a mortgage on the Corporation's property is held by  
31 the Secretary of Housing and Urban Development.  
32



1 not permitted to be carried on (a) by a corporation exempt from  
2 Federal income tax under section 501(c)(3) of the Internal  
3 Revenue Code of 1954 (or the corresponding provision of any  
4 future United States Internal Revenue Law) or (b) by a corporation,  
5 contributions to which are deductible under section 170(c)(2) of  
6 the Internal Revenue Code of 1954 (or the corresponding provision  
7 of any future United States Internal Revenue Law).

8 VIII.

9 Upon the dissolution of the Corporation, the Board of Directors  
10 shall, after paying or making provision for the payment of all of  
11 the liabilities of the Corporation, dispose of all of the assets  
12 of the Corporation exclusively for the purposes of the Corporation  
13 in such manner, or to such organization or organizations organized  
14 and operated exclusively for charitable, educational, religious,  
15 or scientific purposes as shall at the time qualify as an exempt  
16 organization or organizations under section 501(c)(3) of the  
17 Internal Revenue Code of 1954 (or the corresponding provision of  
18 any future United States Internal Revenue Law), as the Board of  
19 Directors shall determine. Any such assets not so disposed of  
20 shall be disposed of by the District Court of the county in which  
21 the principal office of the Corporation is then located, exclu-  
22 sively for such purposes or to such organization or organizations,  
23 as said Court shall determine, which are organized and operated  
24 exclusively for such purposes.

25 IX.

26 The address of the initial registered office of the Corpora-  
27 tion is 1666 Damen Street, Moscow, Idaho 83843, and the name of  
28 its initial registered agent at such address is Margo Berkler,  
29 Ph.D.

30 X.

31 The number of directors constituting the initial Board of  
32 Directors of the Corporation is fifteen (15), and the names and

1 addresses of the persons who are to serve as directors until the  
2 first annual meeting of members or until their successors are  
3 elected and shall qualify are:

4	<u>NAME</u>	<u>ADDRESS</u>
5	Margo Berkler	1666 Damen Street
6		Moscow, Idaho 83843
7	Donald J. Kees	711 Kenneth Street
8		Moscow, Idaho 83843
9	Norma Dobler	1401 Alpowa Street
10		Moscow, Idaho 83843
11	Paul H. Tobin, Jr.	410 Spruce
12		Potlatch, Idaho 83855
13	Sharon Benson	1111 Lynandra Drive
14		Moscow, Idaho 83843
15	David B. Downs	819 Valley View
16		Moscow, Idaho 83843
17	Harold C. Gibson, Jr.	515 South Hayes
18		Moscow, Idaho 83843
19	Cathy Rouyer	415 North Hayes
20		Moscow, Idaho 83843
21	Mary Westberg	1009 South Blaine
22		Moscow, Idaho 83843
23	Doris E. Connelly	209 North Garfield
24		Moscow, Idaho 83843
25	Ralph W. Hawkins	1630 Pine Cone Road
26		Moscow, Idaho 83843
27	John P. Norrish	514 Indian Hills
28		Moscow, Idaho 83843
29	Warren K. Pope	Orchard Avenue
30		Moscow, Idaho 83843
31	Hervon L. Snider	811 Harold Street
32		Moscow, Idaho 83843
	Robert C. Arledge, Jr.	P. O. Box 368
		Troy, Idaho 83871

XI.


The name and address of each incorporator is:


30	<u>NAME</u>	<u>ADDRESS</u>
31	Margo Berkler	1666 Damen Street
32		Moscow, Idaho 83843

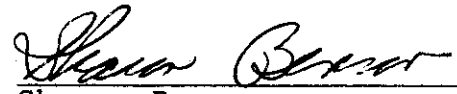
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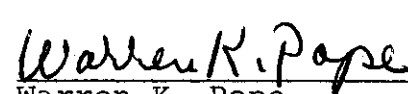
Donald J. Kees	711 Kenneth Street Moscow, Idaho 83843
Sharon Benson	1111 Lynandra Drive Moscow, Idaho 83843
Warren K. Pope	Orchard Avenue Moscow, Idaho 83843
Susan Sommer	223 N. Washington Moscow, Idaho 83843
Juanita Nelson	946 N. Grant Moscow, Idaho 83843
Jack R. Nelson	946 N. Grant Moscow, Idaho 83843
Shirley Kees	711 Kenneth Street Moscow, Idaho 83843
Virginia Pope	Orchard Avenue Moscow, Idaho 83843
Pat Matthews	1404 E. F Street Moscow, Idaho 83843
Ingrid Sitton	823 N. Cleveland Moscow, Idaho 83843

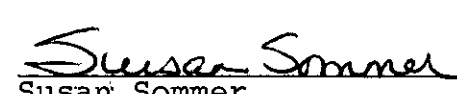
IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands this 28th day of February, 1980.

  
Margo Berkler

  
Donald J. Kees

  
Sharon Benson

  
Warren K. Pope

  
Susan Sommer

  
Juanita Nelson

  
Jack R. Nelson

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Shirley Kees  
Shirley Kees

Virginia Pope  
Virginia Pope

Pat Matthews  
Pat Matthews

Ingrid Sitton  
Ingrid Sitton

STATE OF IDAHO            )  
                                  )    ss.  
County of Latah            )

I, the undersigned, a Notary Public, do hereby certify that on this 28 day of February, 1980, personally appeared before me, MARGO BERKLER, DONALD J. KEES, SHARON BENSON, WARREN K. POPE, SUSAN SOMMER, JUANITA NELSON, JACK R. NELSON, SHIRLEY KEES, VIRGINIA POPE, PAT MATTHEWS and INGRID SITTON, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

Eleanor Bingham  
Notary Public for Idaho,  
Residing at Moscow, Idaho

My Commission Expires Upon Death.