

FILED EFFECTIVE

2005 SEP -8 AM 10: 19

SECRETARY OF STATE  
STATE OF IDAHO

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## ARTICLES OF INCORPORATION

### COEUR D'ALENE ARTS AND CULTURE ALLIANCE, INC.

The undersigned, acting as incorporator, pursuant to Idaho Code Section 30-3-16, hereby forms the following nonprofit corporation, which shall be controlled by and have the powers enumerated in the Idaho Nonprofit Corporation Act.

#### I

The name of the corporation is COEUR D'ALENE ARTS AND CULTURE ALLIANCE, INC.

#### II

The period of its duration is perpetual.

#### III

The corporation shall be operated exclusively to promote arts and cultural activities in the Coeur d'Alene area and to educate people about them.

All corporate activities shall be nonpartisan, nonsectional, and nonsectarian; and the corporation shall neither endorse, oppose, finance nor lend its name to any candidate.

#### IV

The corporation is intended to qualify as a non profit organization as that term is defined in section 501©(3) of the Internal Revenue Code and, as such, no part if its net earnings shall be paid to, nor may any of its assents in liquidation be distributed to, any member or other private individual.

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501©(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or shall be distributed to the federal government, or a state or local government, for a public purpose. Any such assets not so disposed shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such public purposes.

IDAHO SECRETARY OF STATE  
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such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

V

The corporation shall have members under rules set in its bylaws.

VI

The address of the initial registered office of the corporation is the 1621 N. 3<sup>rd</sup> Street, Coeur d'Alene, ID 83814. The name of the registered agent at such address is Jonathan Coe.

VII

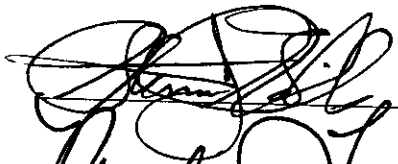
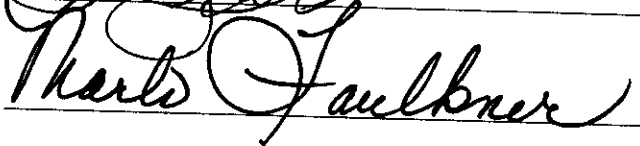
The number of directors constituting the initial board of directors of the corporation is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and shall qualify are:

1. Steve Gibbs, 415 Sherman Avenue, Coeur d'Alene, ID 83814.
2. Marlo Faulkner, P.O. Box 3106, Coeur d'Alene, ID 83816.
3. Virginia Johnson, North Idaho College, 1000 West Garden, Coeur d'Alene, ID 83814-2199

The name and address of the incorporator is Steve Gibbs, 415 Sherman Avenue, Coeur d'Alene, ID 83814.

Dated this 2<sup>nd</sup> day of September, 2005.

Steve Gibbs

Marlo Faulkner

Virginia Johnson

