



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

GREATER ST. JOE DEVELOPMENT FOUNDATION, INC.

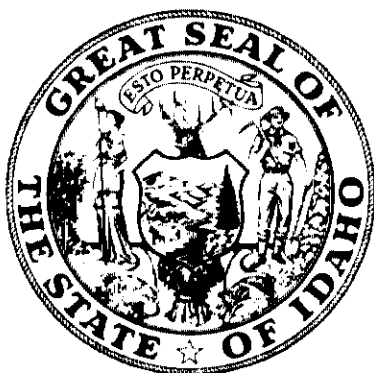
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

GREATER ST. JOE DEVELOPMENT FOUNDATION, 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 _____ February 27 , 19 39



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF THE
GREATER ST. JOE DEVELOPMENT FOUNDATION, INC. FEB 27 1912

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being of lawful age and being citizens of the United States of America, having associated and do hereby associate ourselves together, for the purpose of forming a non-profit cooperative association, under Title 30, Chapter 3, Idaho Code, governing non-profit cooperative associations and we do hereby adopt Articles of Incorporation as follows:

I.

The name of this corporation shall be the Greater St. Joe Development Foundation, Inc.

II.

The location and post office address of the registered office of the corporation within this state shall be 528 College Avenue in the City of St. Maries, County of Benewah and the initial registered agent at such address is William D. Nyrop.

III.

The term of existence of this corporation shall be perpetual.

IV.

This corporation does not contemplate pecuniary gain or profit to the members thereof and the purpose for which this

VIII.

That the name of the incorporator of this non-profit corporation is William D. Nyrop whose address is 139 North Ninth Street, St. Maries, ID 83861.

IX.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, 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 VI hereof.

X.

The Board of Directors may, from time to time, authorize assessments to be levied on the members of the Corporation. The assessment amounts shall be payable at such times or intervals, and upon such notice, and by such methods, as the directors may prescribe.

XI.

The existing Board of Directors will be vested with the power to elect the successor directors.

XII.

Upon liquidation, dissolution or abandonment of the corporation for any purpose, the Board of Directors shall, after paying or making provisions for the payment of all of the lawful liabilities of the corporation, dispose of all of the remaining

corporation is formed is not for profit.

V.

The corporation shall have members, but the management of the affairs of the corporation shall be vested in the board of directors.

VI.

The Greater St. Joe Development Foundation, Inc. has been created for the purpose of establishing a permanent united force in the greater St. Joe area that will promote a more stable economy by supporting existing business and industry as well as attracting new and more diverse enterprises while at the same time encouraging and developing 'increased pride and prosperity for our citizens, improved public facilities, new jobs for our people, and high quality community growth.

VII.

There shall be ten(10) directors on the initial board of directors of this corporation. The directors who will manage the affairs of the corporation until their successors have been duly selected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
William D. Nyrop	139 N. 9th St., St. Maries, ID 83861
Archie McGregor	105 St. Joe Road, St. Maries, ID 83861
Dean C. Gentry	Mutch Creek Drive, St. Maries, ID 83861
Fumi Shino	N. 8th Street, St. Maries, ID 83861
Ronald D. Hendrickson	Mission Point, St. Maries, ID 83861
Ralph Papenfuhs	428 9th Street, St. Maries, ID 83861
Sam Cummings	1830 Boundary, St. Maries, ID 83861
Everett W. Anderson	W. 0101 Todd Ave, St. Maries, ID 83861
Jack Buell	318 Highland Dr., St. Maries, ID 83861
Morris Bently	622 College Ave, St. Maries, ID 83861

assets of the corporation to such eleemosynary non-profit organization or organizations as the Board of Directors shall determine.

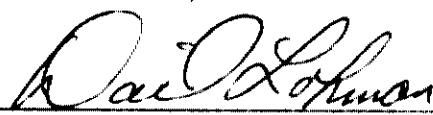
DATED this 22 day of February, 1989.


William D. Nyrop

STATE OF IDAHO)
 : ss.
County of Benewah)

THIS IS TO CERTIFY that before me, the undersigned Notary Public in and for the State and County aforesaid, personally appeared William D. Nyrop, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation of the Greater St. Joe Development Foundation, Inc., and being first duly sworn acknowledged to me that he has read the same, is familiar with the facts therein stated, and that the same are true and correct to the best of his knowledge and belief, and that he executed the said Articles of Incorporation of the Greater St. Joe Development Foundation, Inc.

DATED this 22nd day of February, 1989.


Notary Public in and for Idaho
Res. and P.O. Addr.: St. Maries
Commission Expires: Life

SEAL