

Articles of Incorporation
Lago Lateral Ditch Association
A Non-Profit Corporation

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I, the undersigned Incorporator, a natural person, hereby adopt this Articles of Incorporation to form a nonprofit corporation under the Idaho Nonprofit Corporation Act.

Article One
Name

The name of the nonprofit corporation is Lago Lateral Ditch Association INC.

Article Two
Registered Agent and Office

The name of the initial registered agent and registered office in the State of Idaho are:

Guardian Registered Agents LLC
955 Pier View Dr.
Idaho Falls, Idaho 83402

Article Three
Name and Address of the Incorporator

The name and residence of the Incorporator is:

Name:

Address:

Dixie Hunsaker

299 Lago Liberty Rd.
Grace, Idaho 83241

Article Four
Duration

The nonprofit corporation's duration is perpetual.

Lago Lateral Ditch Association, An Idaho Non-Profit Corporation
Articles of Incorporation

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Article Five Purposes

The nonprofit corporation is organized and will be operated exclusively for general charitable purposes as set forth in Internal Revenue Code Section 501(c)(3) including, but not limited to managing a lateral ditch and/or pipeline association, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

Article Six Dissolution

When the nonprofit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the corporation, distribute all corporation assets to one or more organizations organized and operated exclusively for similar purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the corporation is then located, will dispose of those assets exclusively for similar purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

Article Seven Restrictions

No part of the net earnings or assets of the nonprofit corporation will inure to the benefit of, or be distributable to, its directors, officers or any other private persons. But the nonprofit corporation may pay reasonable compensation for services provided and make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the nonprofit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The nonprofit corporation may not participate in, or intervene in (including the publishing or distributions of statements), any political campaign on behalf of any candidate for public office.

The nonprofit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);

as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or

as a nonprofit corporation organized under the laws of State of Idaho.

The nonprofit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the nonprofit corporation must not:

engage in any act of self-dealing as defined under Internal Revenue Code Section 4941(d);

retain any excess business holdings as defined under Internal Revenue Code Section 4943(c);

make any investments in a manner that would subject it to tax under Internal Revenue Code Section 4944; or

make any taxable expenditures as defined under Internal Revenue Code Section 4945(d).

Article Eight Board of Directors

The nonprofit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the nonprofit corporation and may exercise all powers of the nonprofit corporation as permitted by federal law, state law, and the Articles of Incorporation and By-Laws of the nonprofit corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is five. After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the By-Laws and consistent with the laws of the State of Idaho.

The initial members of the Board of Directors are:

Dixie Hunsaker
299 Lago Liberty Rd.
Grace, Idaho 83241

Alan Hubbard
426 Bench Lago Rd.
Grace, Idaho 83241

Jeff Anderson
325 Lago Liberty Rd.
Grace, Idaho 83241

Tracy Woolsey
290 Bench Lago Rd.
Grace, Idaho 83241

Rovin Gunnell
2347 Bench Lago Rd.
Grace, Idaho 83241

Article Nine By-Laws

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors may adopt, amend, and repeal from time to time, the By-Laws of the nonprofit corporation.

Article Ten Amendments

The nonprofit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Idaho. But no amendment may authorize the Board of Directors to conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of Internal Revenue Code Section 501(c)(3).

Article Eleven Miscellaneous

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future federal revenue law. Similarly, any general or specific references to the laws of the State of Idaho are to the laws of the State of Idaho as now in force or later amended.

IN WITNESS WHEREOF, the Articles of Incorporation are signed on
12/27/2023, 20__.

DocuSigned by:

Dixie Hunsaker

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Dixie Hunsaker