

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

FRIENDS OF THE HISTORICAL MUSEUM, 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 _____

FRIENDS OF THE HISTORICAL MUSEUM, 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 December 5, 19 88



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]
Corporation Clerk

ARTICLES OF INCORPORATION
OF
FRIENDS OF THE HISTORICAL MUSEUM, INC.

DEC 3 2 53 PM '00
SECRETARY OF STATE

The undersigned, acting as the incorporator of a corporation under the Idaho Nonprofit Corporation Act, adopts the following articles of incorporation:

ARTICLE I
NAME OF THE CORPORATION

The name of the corporation is FRIENDS OF THE HISTORICAL MUSEUM, INC. ("Corporation").

ARTICLE II
STATEMENT OF NONPROFIT STATUS AND EXISTENCE

The Corporation is a nonprofit corporation and shall have perpetual existence.

ARTICLE III
PURPOSES OF THE CORPORATION

This Corporation is organized **EXCLUSIVELY** for charitable, educational, and scientific purposes within the meaning of Internal Revenue Code Section 501(c)(3) and Regulation Section 1.501(c)(3)(d), as amended (or the corresponding provisions of any future law). Subject to the limitations of Internal Revenue Code Section 501(c)(3) and Regulation Section 1.501(c)(3)(d), as amended (or the corresponding provisions of any future law), the charitable, educational, and scientific purposes of the Corporation shall include the following:

1. To promote appreciation of history;
2. To develop and perform fund raising projects primarily in support of the Idaho State Historical Museum ("Museum") and also in support of the Idaho State Historical Society ("Society");
3. To perform service activities for the benefit of the Museum and the Society;
4. To promote preservation of historical records and items pertaining to the history of the State of Idaho for the appreciation and education of the public; and

5. To do any and all things convenient and incidental to the purposes of the Corporation and generally to have and to exercise all such powers as are conferred by law upon corporations of a like character.

ARTICLE IV
REGULATION OF INTERNAL AFFAIRS

Provisions for the regulation of the internal affairs of the Corporation, including provisions for the distribution of assets on dissolution or final liquidation, are as follows:

A. Inurement. 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 to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III above.

B. Legislative and Political Activities. The Corporation shall not (i) devote more than an insubstantial part of its activities to or attempting to influence legislation by propaganda or otherwise, (ii) directly or indirectly participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, or (iii) have objectives or engage in activities which characterize the Corporation as an "action" organization as defined in regulations under Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law.

C. Prohibited Activities. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Distribution of Assets on Dissolution. Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed in accordance with Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law (i) for one or more exempt purposes, (ii) to the Federal government for a public purpose, or (iii) to a state or local government for a public purpose.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is c/o CHANDLER, DILLION, & ALLYN, CHARTERED, 325 West Idaho Street, Boise, Idaho 83702, and the name of its initial registered agent at such address is LEE B. DILLION.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial board of Directors of the Corporation is six (6), and the names and addresses of the persons who are to serve as the initial Directors are:

NAME	ADDRESS
Lee B. Dillon	c/o Chandler, Dillon & Allyn, Ctd. 325 West Idaho St. Boise, Idaho 83702
Ken Swanson	c/o Idaho State Historical Museum 610 North Julia Davis Drive Boise, Idaho 83702
Anna Marie Davis	8940 Pembroke Drive Boise, Idaho 83704
Claire Petre	413 Coral Boise, Idaho 83705
Francis Beuttel	3809 Kootenai Boise, Idaho 83705
Jeanne Higgins	1703 Gourley Boise, Idaho 83705

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator is:

NAME
Lee B. Dillon

ADDRESS
c/o Chandler, Dillon & Allyn, Ctd.
325 West Idaho St.
Boise, Idaho 83702

SIGNATURE OF THE INCORPORATOR

Dated: 12-5, 1988

Lee B Dillon