

CERTIFICATE OF INCORPORATION OF

IDA-CACHE COUNCIL FOR THE ARTS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that

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.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

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IDA-CACHE COUNCIL FOR THE ARTS, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, Chapter 3, Nonprofit Corporations, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is IDA-CACHE COUNCIL FOR THE ARTS, INC.

SECOND: The corporation is a nonprofit corporation.

THIRD: The period of its duration is perpetual.

FOURTH: The purposes for which this corporation is formed are to promote, encourage and increase the public's knowledge and appreciation of the arts, including music, visual arts, literature, dance and theatre arts; to coordinate and provide services to the arts; to foster their growth and practice; and carry out all other purposes necessary or incident to the above. All of the above purposes are meant to be exclusively charitable, educational, or literary within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as may be amended from time to time.

FIFTH: There will be one or more classes of membership with qualifications and rights as specified in the By-laws.

SIXTH: Notwithstanding any provisions of these articles, this corporation shall not have the power to devote any substantial part of its activities to the carrying out of propaganda or otherwise attempting to influence legislation, nor shall the corporation have the power to, participate in (including the publishing and distributing of statements), any political campaign on behalf of any candidate for public office.

SEVENTH: All of the corporation's property and all of its net earnings shall be distributed, used and applied at the discretion of its members in such amount and at such times as its members may determine for the purposes for which this corporation was created; provided, however, that no part of the net earnings shall inure to the benefit of any private member or individual.

EIGHTH: Upon liquidation or dissolution of this corporation, all of its assets and property shall, after payment of or provision for its liabilities, be paid over to an organization designated by a majority of its directors, which organization itself is a nonprofit corporation operated exclusively for artistic, cultural, or educational purposes

and that is tax-exempt under 501(c)(3) of the Internal Revenue Code. In no event shall any of the net assets or property of the corporation vest in or be distributed to any private member or individual.

NINTH: The address of the initial registered office of the corporation is 87 West Eighth South, Preston, Idaho 83263, and the name of its initial registered agent at such address is CARL L. HOFFMAN.

TENTH: The number of directors of the corporation shall be ten (10).

ELEVENTH: The name and address of each incorporator are:

NAME	<u>ADDRESS</u>
NEWELL HART	Route 3 Preston, Idaho 83263
REBECCA FREW	Route 3 Preston, Idaho 83263
CONNIE MAUGHAN	139 East Oneida Preston, Idaho 83263
DONNA SHIPLEY	311 North State Preston, Idaho 83263
KENT POULSEN	155 South Fourth West Preston, Idaho 83263
LYLE SHIPLEY	311 North State Preston, Idaho 83263
JOYCE SMITH	Route 2 Preston, Idaho 83263

DELMAR DERRICOTT 225 South Third East Preston, Idaho 83263 STEPHEN NOYES North Eighth West Preston, Idaho 83263 CARL HOFFMAN 87 West Eighth South Preston, Idaho 83263 DATED This 1512 day of September, 1979. LYLESHIPLEY LMAR DERRICOTT

STATE OF IDAHO
County of Franklin

On this ______ day of September, 1979, before me, the undersigned, a Notary Public in and for said State, personally appeared NEWELL HART, REBECCA FREW, CONNIE MAUGHAN, DONNA SHIPLEY, KENT POULSEN, LYLE SHIPLEY, JOYCE SMITH, DELMAR DERRICOTT, STEPHEN NOYES and CARL HOFFMAN, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year in this certificate first above written.

NOTARY PUBLIC for State of Idaho Residing at Preston, Idaho