

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

**TREASURE VALLEY CERTIFIED DEVELOPMENT CORPORATION**

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 \_\_\_\_\_

**TREASURE VALLEY CERTIFIED DEVELOPMENT CORPORATION**

duly signed pursuant to the provisions of the Idaho Business 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 23, 1983**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: \_\_\_\_\_

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SECRETARY OF  
STATE

ARTICLES OF INCORPORATION

OF

TREASURE VALLEY CERTIFIED DEVELOPMENT CORPORATION

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all citizens of the United States of America, and citizens and bona fide residents of the State of Idaho, of legal age, have this day voluntarily associated ourselves together for the purpose of forming a general corporation under the laws of the State of Idaho, and

WE HEREBY CERTIFY:

FIRST: The name of the corporation is

TREASURE VALLEY CERTIFIED DEVELOPMENT CORPORATION

SECOND: The existence of the Corporation is to be perpetual.

THIRD: The specific and primary purposes are:

- a. This Corporation is organized for the primary purpose of furthering the economic development and social welfare of the City of Boise and it's environs with specific emphasis on the area by promoting and assisting the growth and development of business concerns, including small business concerns in such areas under the provisions of Section 503 of The Small Business Investment Act (15 USC 687). The principal objectives of the Corporation shall be to benefit the community by fostering increased employment opportunities and expansion of business and industry for the citizens of the area.
- b. To enter into, make and perform contracts of every kind and description.
- c. To borrow or raise monies for any of the purposes of the Corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidence of indebtedness; and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

- d. To lend to any persons, firm or corporation any of its funds.
- e. To issue and transfer stock, or memberships, and to provide for restriction on the transfer of stock in the By-Laws of the Corporation.
- f. To have one or more offices and to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and personal property.
- g. To acquire, construct, convert, or expand plant facilities for lease or sale.
- h. To have and exercise all powers incidental to the foregoing purposes, and to engage in any lawful activity permitted under the laws of the State of Idaho.

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue shall be One Hundred Thousand (100,000) at the par value of One Dollar (\$1.00) each, amounting in the aggregate to One Hundred Thousand Dollars (\$100,000.00).

FIFTH: The management of this Corporation shall be vested in a Board of Directors of not less than five nor more than nine Directors, as may be fixed by the By-Laws, who must meet at least once every other month. Any meeting of the shareholders or the Board of Directors shall be held within the State of Idaho.

SIXTH: The name of the initial registered agent and the address of the initial registered office of the Corporation shall be Chan Atchley, 3295 Elder Street, Suite 330, Boise, Idaho 83705.

SEVENTH: The names and addresses constituting the initial Board of Directors are as follows:

Susan Madacsi	5565 Millstream Way Boise, ID 83702
Office of the Mayor Leon M. Grisham	150 N. Capital Boise, ID 83702
William Grange	3563 Kingsland Way Boise, ID 83702
First Security Bank Sam Arana	P.O. Box 7069 Boise, ID 83730
Greater Boise Chamber of Commerce Leland D. Campbell	711 Bannock Boise, ID 83701

EIGHTH: The name and post office address of each of the incorporators is as follows:

Richard R. Eardley	City Hall Boise, ID 83702
Richard Teutsch Stratton & Teutsch	612 W. Hays Boise, ID 83702

NINTH: These Articles of Incorporation may be amended as follows: The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote of the shareholders. Written notice shall be sent to each shareholder. The proposed amendment shall be adopted upon receiving at least two-thirds of the votes of the members present in person or by proxy at the duly called meeting.

TENTH: The Corporation shall have the power to fully indemnify protect, defend and hold harmless any member, director, officer, employee or agent of the Corporation for any action he takes or liability to which he is exposed by reasons of his relationship or connection with this Corporation. This power shall be as full and complete as that allowed by applicable Idaho law and Federal statutes.

IN WITNESS WHEREOF, we the undersigned, being all of the incorporators hereinabove named, have hereunto set our respective hands and seals this \_\_\_\_\_ day of \_\_\_\_\_ 1983.

Richard R. Eardley  
Richard R. Eardley

Richard Teutsch  
Richard Teutsch

State of Idaho                    )  
County of Ada                    )ss

I, Karen Fischer, a notary public, do hereby certify that on this 23rd day of February, 1983, personally appeared before me Richard R. Eardley and Richard Teutsch, who, being by me first duly sworn, declared that they are incorporators of Treasure Valley Development Corporation, and that the statements therein contained are true.

Karen Fischer  
Notary Public for Idaho  
Residing at: Boise  
com. exp 4-19-86