



**Department of State**

**CERTIFICATE OF INCORPORATION  
OF**

SILVER VALLEY SOLIDARITY COMMITTEE, INC.

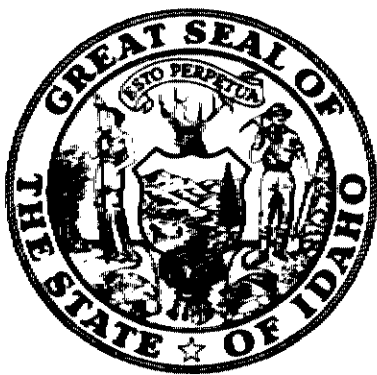
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

SILVER VALLEY SOLIDARITY COMMITTEE, 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 \_\_\_\_\_ May 23 \_\_\_\_\_, 19 88 .



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Sam J. Clark*

Corporation Clerk

ARTICLES OF INCORPORATION OF  
SILVER VALLEY SOLIDARITY COMMITTEE, INC.  
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We, the undersigned residents of the State of Idaho being twenty-one (21) years or more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Idaho.

ARTICLE ONE

NAME AND LOCATION

The name of the corporation shall be SILVER VALLEY SOLIDARITY COMMITTEE, INC., and its location shall be Box 726, Kellogg, County of Shoshone, State of Idaho.

ARTICLE TWO

DURATION

The period of duration of this nonprofit corporation shall be perpetual.

ARTICLE THREE

PURPOSE CLAUSE

The business and purpose of the corporation shall be:

- a) To provide a service agency for individual and cooperative activities to the end that the Silver Valley may better meet the human needs and aspirations of men, women and children.
- b) To adopt such methods, procedures and policies as may be necessary to accomplish the purpose above set forth consistent with sound policies and standards; and generally to foster cooperative effort and harmonious relationships among community groups of different cultural, economic, religious and social characteristics.
- c) To advise and acquaint the public of the quality and quantity, delivery and accessibility of services of charitable non-profit, public health and welfare organizations, local, regional and national, the method of financing, the use of funds, personnel, and such other information that will assist the public, and encourage and assist in the rendering to the public of maximum services.
- d) To buy, lease, contract for or acquire in any lawful manner, possess, sell or otherwise dispose of property, real,

personal or mixed, wheresoever situated, and all improvements, equipment, and appliances used in connection therewith; to take, hold, and convey title to and improve real property; to take, receive, acquire, hold, transfer, and dispose of monies, donations, contributions, endowments, bequests, devises, securities, and all species of property; to exercise any and all of the powers of the holders of such securities, including the right to vote in respect thereof, with power to designate a proxy, or nominee for that purpose from time to time to the same extent that natural persons might do or could do; and generally to do all acts and things designed to protect, preserve, improve, or enhance the value of any of its assets;

e) To pledge, mortgage, encumber, or lease any or all of its property to secure its debts and obligations; to borrow and lend money with or without any form of security; and to give and to take mortgages, deeds of trust, and pledges of every kind and character; and

f) To have and to exercise all other powers including without limitation all powers now or hereafter granted by law, and do and perform all acts and things which shall or may be necessary, proper, or desirable to conduct any or all of the business for which this committee is formed or incident thereto. The objects specified herein shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause or paragraph hereof. The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not limit or restrict in any manner the general powers now or hereafter conferred upon this agency by the laws of the State of Idaho.

g) This corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

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 provisions 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 provisions of any future United States Internal Revenue Law)

#### ARTICLE FOUR

##### NONSTOCK/NONPROFIT CORPORATION

This corporation shall be nonstock, and no dividends or

pecuniary profits shall be declared or paid to the members thereof. No part of the net income of this corporation shall inure to the benefit of any of its members, but all of the net income, if any, shall be expended for the charitable and educational purposes set forth in Article III above.

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

## ARTICLE FIVE

### DIRECTORS

The number of directors constituting the initial board of directors of the corporation is five (5), and the names and addresses of the persons who are to serve as initial directors are as follows:

NAME	ADDRESS
Steve Brown	P.O. Box 726, Kellogg, Idaho, 83837
Keith Collins	P.O. Box 175, Kellogg, Idaho, 83837
Robert Hagberg	P.O. Box 197, Osburn, Idaho, 83849
Gary Pemble	806 Third Street, Mullan, Idaho, 83846
Glenda Bohjanen	716 Third Street, Kellogg, Idaho, 83837

## ARTICLE SIX

### ELECTION OF DIRECTORS

The manner in which the directors are to be elected by the members shall be as set forth in the by-laws.

## ARTICLE SEVEN

### CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice-president, secretary, and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and the board of directors and to have general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatsoever, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records, and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the corporation which shall come into its hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to his office, as shall be required by the board of directors.

The board of directors may provide for the appointment of such additional officers as they may deem in the best interest of the corporation.

Whenever the board of directors may so order any two offices, the duties of which do not conflict, may be held by one person, except for the offices of president and secretary.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the board of directors, or as may be prescribed from time to time by the by-laws.

## **ARTICLE EIGHT**

### **ELECTION OF OFFICERS**

The officers shall be elected by the members, as provided for in the by-laws.

## **ARTICLE NINE**

### **MEMBERSHIP REQUIREMENTS**

The method and conditions on which members shall be accepted and discharged or expelled shall be as set forth in the by-laws.

## **ARTICLE TEN**

### **AMENDMENTS**

These articles may be amended in the manner provided by statute at the time of amendment.

## **ARTICLE ELEVEN**

### **INCORPORATORS**

The names and residences of the persons forming this corporation are as follows:

<b>NAME</b>	<b>ADDRESS</b>
Steve Brown	P.O. Box 726, Kellogg, Idaho, 83837
Keith Collins	P.O. Box 175, Kellogg, Idaho, 83837
Robert Hagberg	P.O. Box 197, Osburn, Idaho, 83849
Gary Pemble	806 Third Street, Mullan, Idaho, 83846
Glenda Bohjanen	716 Third Street, Kellogg, Idaho, 83837

## ARTICLE TWELVE

### INITIAL REGISTERED OFFICE AND AGENT

The address of the corporation's initial registered office in the state of Idaho is P.O. Box 726, County of Shoshone; and the name of the initial registered agent at such address is Steve Brown. (5089 North Hill Street, Kellogg, Idaho 83837.)

## ARTICLE THIRTEEN

### COMPENSATION FOR SERVICES RENDERED

No part of the net earnings of the corporation shall inure to the benefit 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 to or for the corporation in carrying out one or more of its purposes.

## ARTICLE FOURTEEN

### LIMITATION ON MEMBER'S LIABILITY

The private property of the members of this corporation shall not be liable for its corporate debts.

Date: May 9, 1988

Steve Brown

Gary Pemble

Robert Haggberg

Keith Collins

Glenda Bolyanien