

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP
I, ~~HERON WILLIAMS~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

IDAHO TOURIST AND GAMING ASSOCIATION, INC.,

was filed in the office of the Secretary of State on the **Twenty-fourth** day
of **August** A. D. One Thousand Nine Hundred **Sixty-six** and
~~will be~~
/s/ duly recorded on ~~Form No.~~ **Microfilm** of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Boise, in the County of **Ada,**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this **24th** day of **August**,
A.D., 19**66**.

Secretary of State.

ARTICLES OF INCORPORATION

of

IDAHO TOURIST AND GAMING ASSOCIATION, INC.

We, the undersigned, being natural persons of full age, at least two-thirds of whom are citizens of the United States, do hereby voluntarily associate ourselves for the purpose of forming a non-profit corporation under the laws of the State of Idaho, and do hereby certify, set forth and declare that:

ARTICLE I

The name of this corporation shall be:

IDAHO TOURIST AND GAMING ASSOCIATION, INC.

ARTICLE II

The purposes specified herein shall be construed both as purposes and as powers and shall in nowise be limited or restricted by reference to, or inference from, the terms of any other clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to exclude, limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed;

Now, therefore, it is declared that the principles, purposes and powers of this corporation shall be to encourage the creation of business and industry that will benefit the economy of Idaho, including particularly a vigorous tourist and convention industry; to institute and implement a feasible plan to effect amendments to the Idaho constitution and to encourage and effect enactment of legislation providing for and allowing the

the establishment and control of lotteries and casino-type gaming in Idaho, and to encourage the establishment and development of such lotteries and gaming in Idaho;

To assist and support in any feasible and prudent manner efforts to effect and institute an Idaho constitutional convention for the purposes, among others, of modernizing and revising the Idaho constitution to be more consistent with current and future conditions and requirements of the economy of the state:

To support and assist efforts to effect the enactment of legislation providing for the sale of packaged liquor through licensed cocktail lounges, and providing for the sale of wine through the same outlets as are authorized to sell beer, and providing for continuous, 24 hour per day, operation of licensed bars, taverns, cocktail lounges, night clubs and similar establishments; and to support, promote and assist efforts to effect the enactment of legislation providing for the orderly suspension and termination of the state operated liquor business, and providing for enforcement of liquor laws and regulations by county and local law enforcement agencies;

To promote, support and encourage efforts to effect the repeal of legislation and constitutional provisions conflicting with accomplishment of the objectives of this corporation;

To effect legislation which would allow and provide for issuance to this organization of up to one-half of all gaming device and casino licenses issued in this state, and providing for and allowing the making of licenses acquired by this corporation available to financially responsible, experienced and capable operators through purchase and lease-back arrangements, plus a reasonable percentage of profits;

To assist, support and encourage the election of candidates for public office who favor and will assist in the achievement of the purposes and objectives of this corporation;

To encourage the development of and to develop tourist areas and convention centers; to grant endowments to educational institutions and cultural centers and to award educational scholarships from funds of the corporation, whether obtained from income from the corporation's operations, from membership fees or from contributions;

To do any and all things which may lawfully be done which are useful and convenient to the accomplishment of the purposes and objectives of this corporation. ✓

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The location and post office address of the registered office of this corporation shall be:

P. O. Box 8123, Boise, Idaho, 83707.

ARTICLE V

This corporation does not have capital stock and is not organizing for the purpose of profit.

ARTICLE VI

This corporation shall have the power to amend these articles, in the manner provided by law, so that it shall thereafter be a general business corporation; in such event, however, the rights and interests of all members in the income and assets of the corporation are to be preserved and remain equal. ✓

ARTICLE VII

The power to amend, alter, change, repeal and adopt new by-laws is, as provided for by the laws of Idaho, conferred upon

the board of directors of this corporation.

ARTICLE VIII

The names and post office addresses of each of the incorporators is as follows:

M. D. Piepgrass	1912 Tendoy Dr., Boise, Idaho
John E. Reusser	2212 Overland Boise, Idaho
John A. Hartung	411 W. Bannock, Boise, Idaho
Gary B. Miner	2910 Grandee, Boise, Idaho
Darwin D. Thompson	1404 Hays, Boise, Idaho

ARTICLE IX

The incorporators and members of this corporation shall not be held individually liable or responsible for debts, contracts, liabilities or engagements of the corporation, and shall not be liable for assessments to restore impairment of capital of the corporation, nor shall they be liable to assessment for any purpose.

ARTICLE X

The rights and interests of all members shall be equal, and no member can have or acquire a greater interest therein than any other member.

IN WITNESS WHEREOF, we, the undersigned, being all of the incorporators hereinabove named, for the purposes of forming a non-profit corporation to do business both within and without the State of Idaho, do make and file these articles, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seals this 17th day of August, 1966.

M. D. Piepgrass
Gary B. Miner
John E. Reusser
Darwin D. Thompson
John A. Hartung

STATE OF IDAHO)
 : SS.
County of Ada)

ON THIS 17 day of August, 1966, before me,
the undersigned, a Notary Public in and for said State, personally
appeared M.D. Piepgrass, known to me to be the person,
whose name is subscribed to the within instrument, and acknowledged
to me that he executed the same.

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

(SEAL)

Kenneth K. Thompson
NOTARY PUBLIC for Idaho
Residence: 1404 Nays
Commission Expires: 12/13/69

STATE OF IDAHO)
 : SS.
County of Ada)

ON THIS 17 day of August, 1966, before me, the
undersigned, a NOTARY PUBLIC in and for said State, personally appeared
Gary B. Miner, known to me to be the person, whose
name is subscribed to the within instrument, and acknowledged to me that
he executed the same.

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

(SEAL)

Kenneth K. Thompson
NOTARY PUBLIC for Idaho
RESIDENCE: 1404 Nays
Commission Expires: 12/13/69

STATE OF IDAHO)
 : SS.
County of Ada)

ON THIS 17 day of August, 1966, before me, the
undersigned, a NOTARY PUBLIC in and for said State, personally appeared
John E. Reusser, known to me to be the person, whose
name is subscribed to the within instrument, and acknowledged to me that
he executed the same.

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

(SEAL)

Kenneth K. Thompson
NOTARY PUBLIC for Idaho
RESIDENCE: 1404 NAYS
Commission Expires 12/13/69

STATE OF IDAHO)
 : SS.
County of Ada)

ON THIS 19 day of August, 1966, before me,
the undersigned, a NOTARY PUBLIC in and for said State, personally
appeared Darwin D. Thompson, known to me to be the
person, whose name is subscribed to the within instrument, and
acknowledged to me that he executed the same.

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

(SEAL)

Gary B. Miner
NOTARY PUBLIC for Idaho
Residence: Bow, Idaho
Commission Expires: 6/25/67

STATE OF IDAHO)
 : SS.
County of Ada)

ON THIS 22 day of August, 1966, before me,
the undersigned, a NOTARY PUBLIC in and for said State, personally
appeared John A. Hartung, known to me to be the person,
whose name is subscribed to the within instrument, and acknowledged
to me that he executed the same.

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

(SEAL)

Gary B. Miner
NOTARY PUBLIC for Idaho
Residence: Bow, Idaho
Commission Expires: 6/25/67

STATE OF IDAHO)
 : SS.
County of Ada)

ON THIS _____ day of _____, 19____, before me,
the undersigned, a NOTARY PUBLIC in and for said State, personally
appeared _____, known to me to be the person,
whose name is subscribed to the within instrument, and acknowledged
to me that _____ executed the same.

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

(SEAL)

NOTARY PUBLIC for Idaho
Residence: _____
Commission Expires: 1/1