

State of Idaho



Department of State

**CERTIFICATE OF QUALIFICATION OF
FOREIGN CORPORATION**

I, ARNOLD 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 GRAND COUNCIL FOR MONTANA, UTAH AND IDAHO OF THE
ORDER OF UNITED COMMERCIAL TRAVELERS OF AMERICA**

a corporation duly organized and existing under the laws of **Montana** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **Eighth** day of **September**, 19 **64**, a properly authenticated copy of its articles of incorporation, and on the **Eighth** day of **September**, 19 **64**, a designation of **Wayne Slaughter** in the County of **Bannock** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

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 **8th** day of **September**, A.D. 19 **64**.

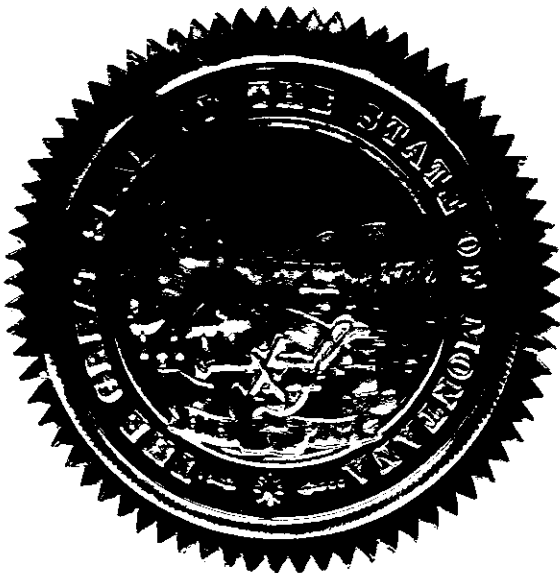
Secretary of State.



I, Frank Murray, Secretary of State of the State of Montana,
do hereby certify that the annexed is a full, true and correct copy of
Articles of Incorporation of

THE GRAND COUNCIL FOR MONTANA,
UTAH AND IDAHO OF THE ORDER OF
UNITED COMMERCIAL TRAVELERS OF AMERICA

as received and filed in this office on the twenty-fourth
day of July A. D. 1964 , at the hour of 5:00
o'clock P. M.



IN WITNESS WHEREOF, I have here-
unto set my hand and affixed the Great Seal
of the State of Montana, at Helena, the
Capital, this 27th day of July
A. D. 1964.

By

Frank Murray
FRANK MURRAY
Secretary of State

Gail M. DeWalt
GAIL M. DeWALT
Chief Deputy



Be It Known That

**THE GRAND COUNCIL FOR MONTANA,
UTAH AND IDAHO OF THE ORDER OF
UNITED COMMERCIAL TRAVELERS OF AMERICA**

In accordance with the provisions of Chapter 14 of Title 15, Revised Codes of Montana, 1947, as amended, has caused to be filed in the office of the Secretary of State of the State of Montana, its Articles of Incorporation on the **twenty-fourth day of July A. D. 1964.**

NOW, THEREFORE, I, Frank Murray, Secretary of State of the State of Montana, do hereby certify that the Articles of Incorporation of

**THE GRAND COUNCIL FOR MONTANA,
UTAH AND IDAHO OF THE ORDER OF
UNITED COMMERCIAL TRAVELERS OF AMERICA**

containing the required statement of facts prescribed by said Code, as amended, having been filed in this office, such Association is a body corporate and politic, with perpetual existence, and is authorized to do business in the State of Montana.

WITNESS my hand and the Great Seal of the State of Montana hereunto affixed this **24th** day of

(SEAL)

July

A. D. 1964

Frank Murray

FRANK MURRAY

Secretary of State

By

Gail M. DeWalt

GAIL M. DEWALT

Chief

Deputy.

ARTICLES OF INCORPORATION OF THE GRAND COUNCIL FOR MONTANA,
UTAH AND IDAHO OF THE ORDER OF UNITED COMMERCIAL TRAVELERS
OF AMERICA.

* * *

KNOW ALL MEN BY THESE PRESENTS: That pursuant to Chapter 14 of Title 15 of the Revised Codes of Montana of 1947, as amended, we, the undersigned, the Grand Counselor and Grand Secretary, the duly elected, qualified, installed and authorized presiding officer and secretary of the Grand Council for Montana, Utah and Idaho of the Order of United Commercial Travelers of America, under its existing Constitution and By-Laws, do voluntarily associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Montana, and we hereby certify to-wit:

FIRST: The name of the Corporation is "THE GRAND COUNCIL FOR MONTANA, UTAH AND IDAHO OF THE ORDER OF UNITED COMMERCIAL TRAVELERS OF AMERICA", which is the name of the existing unincorporated association being incorporated.

SECOND: That the purposes for which this corporation is formed are:

- (A). To give moral and material aid and assistance in its power to the local councils under its jurisdiction and to elevate the moral and social standing of the members of the said local councils under its jurisdiction.
- (B). To unite the said local councils under its jurisdiction for the promotion and furtherance of the fraternal and benevolent ideals and principals of the Order

and to afford the said local councils under its jurisdiction, unity, support, assistance and supervision for the benefit of such local councils and the members thereof; and to afford to the said local councils under its jurisdiction and the members thereof representation to the Supreme Council of the Order.

- (C). To unite fraternally all Commercial Travelers and such other persons as may from time to time be deemed eligible to membership in the Order of United Commercial Travelers of America.
- (D). To give all mortal and material aid in its power to its members and all those dependent upon them; and to assist, if possible, the widows and orphans of deceased members.
- (E). To secure just and equitable favors for Commercial Travelers, Wholesalemen and other members.
- (F). To inculcate in its members and in the local councils under its jurisdiction and the members thereof and to promote generally the ideals and principles of Charity, Fellowship, Patriotism and Justice.
- (G). And for such other purposes as may be necessary for it to carry out its functions as a Grand Council of the Order of United Commercial Travelers of America.
- (H). To do all acts and things and business in any manner connected with the objects or purposes or powers of the corporation or necessary or incident thereto or auxillary thereto, and to directly or indirectly promote the interests, objectives and ideals of the Order, and in addition to have and to exercise all rights, powers and privileges

now or hereafter belonging to or conferred upon non-profit corporations existing under the laws of the State of Montana.

THIRD: This corporation is organized exclusively as a fraternal, benevolent and non-profit corporation, and its activities shall be conducted for the aforesaid purposes, and that it is a corporation which does not have as an object, nor does it contemplate, pecuniary gain or profit to the members thereof, the local councils under its jurisdiction or the members thereof, and it is incorporated with all the powers by the laws of the State of Montana upon it conferred and allowed, including but not restricted to the following, to-wit:

- (A). To sue and be sued;
- (B). To contract and be contracted with;
- (C). To receive property by devise or bequest, subject to the laws regulating the transfer of property, real or personal, including shares of stock, bonds and securities of other corporations;
- (D). To act as trustee under any trust incidental to the principal objects of the corporation, and to receive, hold, administer, and expend funds and property subject to such trust;
- (E). To convey, exchange, lease, mortgage, encumber, transfer upon trust, or otherwise dispose of all property, real or personal;
- (F). To borrow money, contract debts, and issue bonds, notes and debentures, and to secure the same;
- (G). To do all other acts necessary or expedient for the administration of the affairs and attainment of the purpose of this corporation;
- (H). To have and use a corporate seal.

FOURTH: The principal office for the transaction of the business of the corporation shall be located at _____
1516 Phillips Ave _____, City of Butte _____ County
of Silver Bow _____, State of Montana.

FIFTH: The number and qualifications of its members, who shall be natural persons, the different classes of membership, if any, the property, voting and other rights and privileges of each class of membership, if any, and the liabilities of each or all classes, the dues or assessments and the method of collection thereof will and shall be set forth in the By-Laws of this corporation and the Constitution and By-Laws governing the Supreme, Grand and Local Councils of the Order of United Commercial Travelers of America.

SIXTH: The officers, directors and trustee of this corporation, their nominations, qualifications, election or appointment, installation, powers and authority shall be in accordance with the provisions of the By-Laws of this corporation and the Constitution and By-Laws governing the Supreme, Grand and Local Councils of the Order of United Commercial Travelers of America.

SEVENTH: That the body which is to act in the capacity of the Board of Directors of this corporation and which shall be subject to all of the laws of the State of Montana relating to directors shall be known as the "Executive Committee" and shall consist of the following seven (7) members, to-wit: The Grand Counselor, The Grand Secretary, The Grand Treasurer and four (4) other members of the Grand Council.

EIGHTH: The names and addresses of the persons who are to act in the capacity of directors of this corporation until the selection of their successors are as follows:

A. P. Smartt, 240 So. 4th W. Salt Lake 17, Utah

Warren H. Morrow, 1516 Phillips Ave. Butte, Montana

Russell S. Hoar, 922 Colorado St. Butte, Montana

Frank T. Malyevac, 1509 Harrison Ave. Butte, Montana

Lonnie Wall, 114 22nd St. South, Great Falls, Montana

Dee Guilbault, 540 North Ave. East, Missoula, Montana

John Bittner, Box 238, Bozeman, Montana

NINTH: That the By-Laws of this corporation shall define the duties of the directors, officers and trustees of this corporation; the manner of election and the term of office of the directors, officers and trustees of this corporation shall be as set forth in the By-Laws of this corporation.

TENTH: The term for which this corporation is to exist shall be perpetual.

ELEVENTH: The members of this corporation may delegate to its Executive Committee any right or privilege which the members themselves have or shall hereafter have under the laws of the State of Montana, the By-Laws of this corporation or the Constitution and By-Laws of this Order governing the Supreme, Grand and Local Councils of the Order of United Commercial Travelers of America, including the right to change from time to time the principal place of business of this corporation.

IN WITNESS WHEREOF, we have hereunto set ~~our~~ hands this _____

12th day of June, 1964, at the City of
Pocatello, County of Bannock, State of Idaho.

A. P. Smartt
GRAND COUNSELOR

Warren H. Morrow
GRAND SECRETARY

* * *

STATE OF IDAHO)
COUNTY OF Bannock) ss.

On this 12th day of June, 1964, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared A. P. Smartt and Warren H. Morrow known to me to be the Grand Counselor and Grand Secretary of the Grand Council for Montana, Utah and Idaho of the Order of United Commercial Travelers of America, and personally known to me to be the persons whose names are subscribed to the foregoing instruments, and acknowledged to me that they executed the same for the purpose and consideration therein asserted and in the capacity therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial Seal the day and year in this Certificate first above written.

Seal

(Notarial Seal)

Barbara Haggerty

Notary Public for the State of Idaho
Residing at Pocatello Idaho
My Commission expires, 6/26/64

AFFIDAVIT.

STATE OF IDAHO)
COUNTY OF Bannock) ss.

A. P. Smartt and Warren H. Morrow

being first duly sworn upon oath, each forhimself deposes and says:

That affiant is a citizen of the United States of America; that he is a member in good standing of the Order of United Commercial Travelers of America and of the Grand Council thereof for Montana, Utah and Idaho; that A. P. Smartt is the duly elected, qualified, installed and acting Grand Counselor and presiding officer of the Grand Council for Montana, Utah and Idaho of the Order of United Commercial Travelers of America; and that Warren H. Morrow is the duly elected, qualified, installed and acting Grand Secretary for said Grand Council.

That the Grand Council for Montana, Utah and Idaho of the Order of United Commercial Travelers of America is a subordinate Council of the Supreme Council of said Order; that said Grand Council for Montana, Utah and Idaho at its regular annual session and meeting held on the 12th day of June, 1964, authorized its incorporation by majority vote of its members then and there present, a quorum under the existing Constitution and By-Laws governing it being present and voting, authorized affiants to execute the Articles of Incorporation; that affiants have executed the attached Articles of Incorporation under and by virtue of said authority.

A. P. Smartt

Warren H. Morrow

Subscribed and sworn to before me this 12th day of June, 1964.

Seal
(Notarial Seal)

Barbara Haggerty
Notary Public for the State of Idaho
Residing at Pocatello Idaho
My Commission expires, 6/26/64

CERTIFICATE:

I, Warren H. Morrow, the duly elected, qualified, installed and acting Grand Secretary of the Grand Council for Montana, Utah and Idaho of the Order of United Commercial travelers of America do hereby certify that the following is a full, true, correct and complete copy of the Resolution of the membership of said Grand Council authorizing its incorporation, as the same was adopted by said Grand Council at a regular meeting thereof held on the 12th day of June, 1964, and as now appears in the minutes of said meeting in my possession, to-wit:

"RESOLUTION"

"RESOLVED BY THE GRAND COUNCIL FOR MONTANA, UTAH AND IDAHO, that the Grand Counsellor and Grand Secretary be, and they are hereby authorized and directed to incorporate this Grand Council as a fraternal, benevolent and non-profit corporation of the State of Montana in accordance with the laws of the State of Montana, and thereafter to cause said corporation to be authorized to conduct its affairs in any and all other States under its jurisdiction."

IN WITNESS WHEREOF, I have hereunto set my hand this 12th day of June, 1964.

Warren H. Morrow
GRAND SECRETARY.