

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, J. D. (CY) PRICE, 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 STATE DENTAL ASSOCIATION

was filed in the office of the Secretary of State on the **Tenth** *day*
of **September** *A. D. One Thousand Nine Hundred* **Forty-nine** *and*
is duly recorded on Film No. **25** *of Record of Domestic Corporations, of the State*
of Idaho, and that the said articles contain the statement of facts required by Section 29-103
and Sections 29-1001 to 29-1005, inclusive, Idaho Code, Annotated.

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 **50**
years *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 Cooperative Associations, as provided in Chapter 10, Title 29, Idaho Code, Annotated.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the
Great Seal of the State. Done at Boise, the
Capital of Idaho, this **Tenth** *day*
of **September** *, in the year of our Lord*
one thousand nine hundred **and Forty-nine** *,*
and of the Independence of the United States of
America the One Hundred **Seventy Fourth** *.*

Secretary of State.

ARTICLES OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS; That we, the undersigned, natural persons of full age and citizens of the United States of America, and citizens and residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho.

AND WE HEREBY CERTIFY:

FIRST

That the name of the corporation shall be the "IDAHO STATE DENTAL ASSOCIATION".

SECOND

That the purposes for which said corporation is formed are:

- a. To promote, foster, and encourage among its members a better understanding and a higher standard with respect to the practice of dentistry in the State of Idaho.
- b. To facilitate the interchange of ideas and to encourage and promote the practice of the dental profession by providing for the welfare of patients and the general public through a more complete understanding of the problems confronting each group.
- c. To engage in, carry on, and conduct research, experiments, investigations, analysis, and studies as to diseases, deformities, functional disorders, afflictions, and other conditions, normal and abnormal, of the human body incidental to the practice of dentistry, and to foster and develop scientific methods for the diagnosis, prevention, treatment, alleviation, and cure thereof.
- d. To establish, maintain, and operate laboratories, clinics, hospitals, plants, and any and all other establishments, for the purposes aforesaid.
- e. To have the right to buy, hold, sell and convey real and personal property such as may be necessary or convenient for the proper conduct of the affairs of the corporation.
- f. To do each and everything necessary, suitable or proper for the accomplishment of any or all of the purposes, or the attainment of any one or more of the objectives herein enumerated or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation and the members thereof.

- g. Pecuniary profit to the corporation or its members is not the object of this corporation and no pecuniary gain or profit is contemplated.

THIRD

That the place where the principal business of said corporation is to be transacted is in the City of Boise, in the County of Ada, State of Idaho.

FOURTH

That the term for which said corporation is to exist is fifty (50) years from and after the date of incorporation.

FIFTH

That the names of the incorporators and their respective places of residence are as follows:

| <u>NAME</u> | <u>RESIDENCE</u> |
|------------------------|---------------------|
| Dr. H. J. Dyer | Shelley, Idaho. |
| Dr. G. B. Crabtree | Idaho Falls, Idaho. |
| Dr. Herbert R. Packard | Idaho Falls, Idaho. |
| Dr. L. L. Nissen | Idaho Falls, Idaho. |
| Dr. R. N. Packard | Idaho Falls, Idaho. |

SIXTH

That the officers of this corporation shall be:

1. President.
2. President-Elect.
3. Secretary.
4. Treasurer.
5. Executive Secretary.
6. A Board of Directors of not less than five (5) members, or more than seven members, and such other officers as may be provided by these Articles or the By-Laws of this association. The corporation shall begin business with a Board of five members, which may at any time be increased to seven by proper resolution of the Board of Directors.

Commencing with the first annual meeting of the corporation, the directors shall be elected by the members of the corporation, and the directors so elected shall, within ten days after their election, meet and organize and elect from among their number a President, President-Elect, Secretary, Treasurer, and Executive Secretary. The offices of the Secretary and Treasurer may be filled by one and the same person but neither need be members of the corporation.

Until the first annual meeting of the corporation, and until their successors are elected or appointed, and qualified, the following named persons shall be officers of the corporation:

| | |
|-------------------|---------------------|
| F. P. Whitsell | President |
| Harry T. Phillips | President-Elect |
| Allan R. Cutler | Secretary |
| William K. Adams | Treasurer |
| | Executive Secretary |

The term of office of the directors and other officers shall be for a period of one year, or until their successors are elected, and have qualified.

SEVENTH

The private property of the members shall not be liable for the debts and obligations of the corporation.

EIGHTH

That membership certificates issued to the members of the association cannot be assigned so that the transferee thereof can, by such transfer, become a member of the association, except by resolution of the Board of Directors and under such regulations as may be provided for in the By-Laws. The Rights and Interests of all members shall be equal.


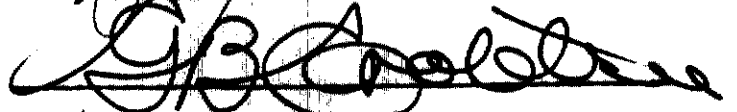
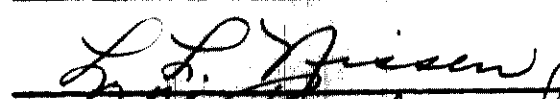

NINTH

That the corporation may make and alter the by-laws at pleasure and may authorize the Board of Directors so to do, subject to such restrictions as may be deemed advisable.

TENTH

That the corporation may amend its Articles of Incorporation by a majority vote of its members at any meeting of members of the association, or at any special meeting of members of the association called for that purpose, on ten days notice to all members.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 8th day of September, 1949.



Herbert R. Packard



STATE OF IDAHO,

ss.

County of Bingham,

BE IT REMEMBERED, That on this 8th day of September, 1949, before me, a Notary Public, in and for said County and State, personally appeared, H. J. Dyer, G. B. Crabtree, Herbert R. Packard, L. L. Nissen, R. N. Packard; said persons being to me personally known to be the identical persons whose names are subscribed to the foregoing ARTICLES OF INCORPORATION, and each for himself acknowledged the same to be his free and voluntary act and deed for the uses and purposes therein expressed.

WITNESS my hand and official seal at Shelley, in the County of Bingham, State of Idaho, the day and year last above mentioned and written.



NOTARY PUBLIC FOR THE STATE OF IDAHO,

Residing at Shelley, Bingham County, Ida.

My commission expires June 16, 1951.