

# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

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 original of the articles of incorporation of

#### **LATAH COUNTY MARINE RECOVERY UNIT, INC.**

was filed in the office of the Secretary of State on the **Eleventh** day of **September,** A. D. One Thousand Nine Hundred **Sixty-two** and is duly recorded on Film No. **120** of Record of Domestic Corporations of the State of Idaho, and that the said articles contain the statement of facts required by Sections 30-103, 30-1101 and 30-1102, Idaho Code.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name stated in the articles, and for **perpetual existence** from the date hereof, with its registered office in this State located at **Moscow** in the County of **Latah** and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, 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 **11th** day of **September**, A.D., 19 **62**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
LATAH COUNTY MARINE RECOVERY UNIT, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the provisions of Chapter 11, Title 30 of the 1947 Idaho Code for the State of Idaho, and acts amendatory and supplemental thereto, and we do hereby certify and declare as follows:

That we are citizens of the United States and the State of Idaho and in pursuance thereof we do hereby sign and acknowledge the following Articles of Incorporation, in triplicate originals and state as follows:

I.

That the official name of the association shall be  
LATAH COUNTY MARINE RECOVERY UNIT, INC.

II.

That the purposes for which this association is formed are the following:

To perfect an organization of persons of good character and understanding in the community, whose patriotism and loyalty to the government of the United States is unquestioned;

To afford recreation for and develop the physical and mental capacities and promote the health, happiness and social relations of its members on the land, on the water or in the air.

To hold demonstrations, contests, and exhibitions;

To assist the Sheriff of Latah County, or any other law enforcement officer or Civil Defense Director whenever called upon to render any service within the objects, purposes and customs of the organization; and

To carry on all similar activities except such activities deemed to be entirely political, religious, or for the advancement of a private commercial interest;

To establish, maintain and conduct a club for the social enjoyment and accomodation of members and their invited friends, and to provide a clubhouse and other conveniences, and generally to afford the members and their friends all the usual privileges, advantages, conveniences and accomodations of a club;

To purchase, lease from others, and otherwise acquire, sell convey, transfer and otherwise dispose of, lease to others, mortgage or otherwise encumber real or personal property;

That the association shall have the capacity to act possessed by their natural persons insofar as permitted to do so by the laws of the State of Idaho.

To acquire by purchase, gift or any other legal manner, and to own, hold, sell and transfer and hypothecate shares of stock or bonds and other debentures of other corporations and of governments and political subdivisions thereof, and to vote the shares of capital stock of corporations while the same are held by this corporation all in the same manner as the natural person may do;

To perform every other lawful act in the furtherance of the objects of this corporation as the natural person would have the right to do.

To appoint such officers, employees and agents as the business of the corporation may require, and to allow them

compensation;

To enter into contracts or obligations of any type or kind that are essential, necessary or proper for the transaction of its ordinary affairs or for the purposes of the corporation.

### III.

This corporation is not organized for profit and shall not have capital stock. No officer, director or member of this corporation shall be entitled to any of the property, moneys, dividends, earnings, funds or income of this corporation. In the event of the revocation of the Charter of the Latah County Marine Recovery Unit, located in Moscow, this corporation, on six months' notice to the members of said corporation, shall file intention of liquidation of the affairs of the corporation. Upon dissolution, any funds, property or assets remaining after the sale of said property in settlement of all debts and obligations, shall be delivered over to the County of Latah, State of Idaho through its County Commissioners to use as they shall see fit.

### IV.

That the membership of this corporation shall consist of the signatories to these articles of incorporation and such other persons as may from time to time be elected to the membership of the corporation by the affirmative vote of a majority of the Board of Directors and/or in compliance with the by-laws of the corporation to be adopted. Provided, however, that the by-laws may provide for automatic expiration of and/or re-election to membership.

V.

The time for which this corporation is to exist is not limited, but it shall exist perpetually unless dissolved according to law.

VI.

The place where its principal business is to be transacted shall be Moscow, Latah County, State of Idaho.

VII.

That the Board of Directors shall be five in number. The method of selection and the terms of office shall be specified in the By-Laws. The names and places of residence of those who are to serve as Directors until their successors are duly chosen and qualified are:

H. Eugene Slade, 807 Maybelle, Moscow, Idaho  
Frederick A. Holz, 502 East D, Moscow, Idaho  
Clarke E. Mitchell, 820 Harold, Moscow, Idaho  
William O. Haxton, Genesee, Idaho  
Thomas H. Felton, 320 East Second, Moscow, Idaho

VIII.

The Board of Directors shall have power to make, amend and repeal the By-Laws of this corporation by an affirmative vote of 2/3 of all the Directors present at any regular or special meeting of the Board. By-Laws made by the Directors pursuant to this article may be altered or repealed by a vote of 2/3 of the membership..

IX.

All of the undersigned incorporators are residents of the State of Idaho.

X.

That a meeting of the members of the association known as the Latah County Marine Recovery Unit was regularly

called to convene at the National Guard Armory at the Latah County Fair Grounds in Moscow, Idaho at the hour of 8:00 p. m. on the 6th day of August, 1962 and that a majority of the members of said association were present.

That a notice of said meeting at which said directors were elected was published in the Daily Idahonian, a newspaper printed and published in Moscow, Latah County, Idaho, and having a general circulation therein, said notice having been published in the issues of July 21, July 28, and August 4, 1962, and that a copy of said notice was posted in a conspicuous place on the building where such election was held for the same length of time.

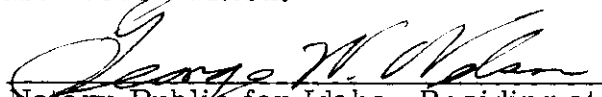
IN WITNESS WHEREOF, we have hereunto set out hands this 4th day of August, 1962.

Wesley Sloan  
Frederick H. Hays  
James Mitchell  
William A. Patterson  
Thomas H. Tjellum  
Ralph P. Hassaman  
James E. Howell  
Ed. J. Thuesen  
Ralph E. Maltby  
Harold H. Hansen  
Al Lange  
Jim Wade

STATE OF IDAHO )  
 ) ss.  
County of Latah )

On this 6th day of August, 1962, before me, the undersigned, personally appeared H. EUGENE SLADE, FREDERICK A. HOLZ, CLARKE E. MITCHELL, WILLIAM O. HAXTON, and THOMAS H. FELTON, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

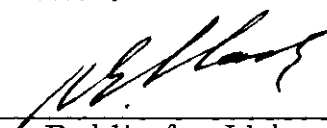
IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal on the date last above written.

  
Notary Public for Idaho, Residing at  
Moscow, in Latah County.

STATE OF IDAHO )  
 ) ss.  
County of Latah )

On this 6th day of August, 1962, before me, the undersigned, personally appeared RALPH P. HASSMAN, JAMES D. HOWELLS, ED J. GRIESER, RALPH E. McALLISTER, HAROLD HOFMANN, R. C. LANGE and JIM SLADE, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal on the date last above written.

  
Notary Public for Idaho, Residing  
at Moscow, in Latah County.

8/20/65

STATE OF IDAHO     )  
                              )  
County of Latah     )     ss.

*Clarke E. Mitchell*

H. EUGENE SLADE and ~~THOMAS H. FELTON~~, being  
first duly sworn on oath, each for himself and not for the other,  
depose and say:

That a meeting of all members of the association known  
as the LATAH COUNTY MARINE RECOVERY UNIT was called  
to take place at the National Guard Armory, Fairgrounds, Moscow,  
Idaho, on the 6th day of August, 1962, at the hour of 8:00 p.m.  
That a notice of said meeting was posted at least two weeks prior  
to said meeting in a conspicuous place on said building, and was  
published once a week for three weeks in the Daily Idahonian, a  
Moscow, Idaho, newspaper, prior to the appointed day of said  
meeting.

That on said date at theaforesaid hour, a majority of the  
members of the association known as LATAH COUNTY MARINE  
RECOVERY UNIT were present and the meeting was called to order  
for the purposes as set forth in the posted and published notice of  
organizing LATAH COUNTY MARINE RECOVERY UNIT, INC.,  
a corporation, and for the purpose of electing directors thereof.

That H. Eugene Slade presided, and Clarke E. Mitchell  
was the secretary-elect.

That upon a motion duly made and seconded, it was unanimously  
passed by those present that Latah County Marine Recovery Unit be  
incorporated under the laws of the State of Idaho as a nonprofit corporation.

That thereafter by motion duly made, seconded and unanimously  
passed, the incorporators set forth in the articles of incorporation, to  
which this certificate is hereto attached, were duly elected by unanimous



vote to be directors of said corporation.

DATED this 6<sup>th</sup> day of August, 1962.

Wynne Clark  
Robert Mitchell

SUBSCRIBED AND SWORN to before me this 6<sup>th</sup> day of  
August, 1962.

George W. Nelson  
Notary Public for Idaho, Residing  
at Moscow, In Latah County.