

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

THE FRIENDS OF THE FARM MUSEUM, 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 _____

THE FRIENDS OF THE FARM MUSEUM, 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 December 15, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION OF
THE FRIENDS OF THE FARM MUSEUM, Inc.

DEC 15 9 02 AM '80
SECRETARY OF STATE

The undersigned, acting as incorporators of a corporation under the Idaho Non-Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is The Friends of the Farm Museum, Inc. hereinafter referred to as The Friends.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

A. THE PURPOSE of The Friends shall be to support the creation, establishment, and continued existence of a Palouse Hills Farm Museum as a branch of the University of Idaho Museum. To this end The Friends shall solicit money, land and objects to be donated to the University of Idaho Museum; and The Friends shall lend their assistance, advice and expertise to the University of Idaho Museum to create, establish and preserve a Palouse Hills Farm Museum.

B. A TAX EXEMPT ORGANIZATION. The Friends is organized exclusively for religious, charitable, scientific, literary, or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States. Notwithstanding any other provision of these Articles, The Friends shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of the United States.

C. NON PROFIT ORGANIZATION. The Friends is not organized for profit and no part of the net earnings shall inure to the benefit of any private member or director.

FOURTH: Provisions for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

A. THE GOVERNING BODY of the Friends shall be a Board of Directors consisting of four (4) Permanent Directors and not less than four (4) nor more than twelve (12) Elected Directors.

Section 1. THE PERMANENT DIRECTORS of The Friends shall be:
a. The Director of the University of Idaho Museum. b. The Coordinator of the Palouse Hills Farm Museum Project. c. The Head of the Department of History at the University of Idaho, or his designated representative. d. The Head of the Department of Sociology and Anthropology at the University of Idaho, or his designated representative.

Section 2. THE ELECTED DIRECTORS shall be elected by the Voting Members.

B. THE MEMBERSHIP of this organization shall be open to all persons and organizations interested in the purpose of The Friends.

Section 1. VOTING MEMBERS shall be those individual persons who have paid the current annual dues of The Friends.

Section 2. NON-VOTING MEMBERS shall be those non-individual members, including groups, business firms, and families, who have paid the current annual dues of The Friends.

C. DISSOLUTION of The Friends shall occur when the purpose of The Friends no longer exists. Notice of the question of dissolution shall be given to all Voting Members of The Friends in writing thirty (30) days in advance of any meeting at which the question shall be considered. Determination that the purpose of The Friends no longer exists and that The Friends shall be dissolved shall be by unanimous vote of the Permanent Directors. Prior to the vote all Voting Members of The Friends shall be given every reasonable opportunity to express their opinion on the question. Upon a determination that The Friends shall be dissolved, the Permanent Directors shall take charge of all assets of The Friends, and shall be responsible for its winding up and dissolution.

D. UPON WINDING UP and dissolution of The Friends, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of the United States.

FIFTH: The address of the initial registered office of the corporation is The University Museum, University of Idaho, Moscow, Idaho 83843, and the name of its initial registered agent at such address is Mr. G. Ellis Burcaw.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is sixteen (16), and the names and addresses of the persons who are to serve as the initial directors are:

John Jameson	History Department, Washington State University, Pullman, Washington 99163
Don Morton	Route 4, Moscow, Idaho 83843
Gainford Mix	1041 N. Almon, Moscow, Idaho 83843
Bill Loney	721 Brent Drive, Moscow, Idaho 83843
Eugene Hilty	Route 2, Box 106, Colfax, Washington 99111
Grace Ingle	Kendrick, Idaho 83537
*William Greever	315 S. Hays Street, Moscow, Idaho 83843
*Roderick Sprague	Route 4, Box 411, Moscow, Idaho 83843
Norma Dobler	1401 Alpowa, Moscow, Idaho 83843

Ed Krumpke Department of Wildland Recreation, University of Idaho, Moscow, Idaho 83843

Margot Knight Oral History Center, Washington State University, Pullman, Washington 99163

Don Oleson Route 1, Box 170, Moscow, Idaho 83843

Gerald Ingle Kendrick, Idaho 83537

Charlie Peterson Department of Animal Science, University of Idaho, Moscow, Idaho 83843

*Dixie L. Ehrenreich 489 Ridge Road, Moscow, Idaho 83843

*G. Ellis Burcaw 925 E. "B" Street, Moscow, Idaho 83843

*Permanent Directors; all others are Elected Directors.

SEVENTH: The name and address of each incorporator is:

G. Ellis Burcaw 925 E. "B" Street, Moscow, Idaho 83843

Dixie L. Ehrenreich 489 Ridge Road, Moscow, Idaho 83843

Raymond August 909 E. Sixth Street, Moscow, Idaho 83843

DATED December 11, 1980

G. Ellis Burcaw
G. Ellis Burcaw

Dixie L. Ehrenreich
Dixie L. Ehrenreich

Raymond August
Raymond August

STATE OF IDAHO
COUNTY OF LATAH

Before me, Gaye E. Clark, the undersigned, a Notary Public in and for the County of Latah, State of Idaho, appeared G. Ellis Burcaw, Dixie L. Ehrenreich and Raymond August, the incorporators of the above named Non-Profit Corporation, persons known to me, and affixed their signatures to the above Charter. Done before me this 11th day of December 1980 at Moscow, Idaho.

Gaye E. Clark