

**FILED EFFECTIVE**

**ARTICLES OF INCORPORATION OF  
TREASURE VALLEY TRAINING OFFICERS ASSOCIATION, INC.**

In compliance with the requirements of the "Idaho Nonprofit Corporation Act," Idaho Code §§ 30-3-1, et seq., the undersigned, who is of lawful age, has this day voluntarily associated for the purpose of forming a corporation not for profit, and does hereby certify as follows:

**ARTICLE I - NAME**

The name of the corporation is Treasure Valley Training Officers Association, Inc.

**ARTICLE II - DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE III - PURPOSES**

The purpose for which the corporation is formed is to provide support for the education of firefighter students attending Firefighting I Academy; Firefighter II Academy; Firefighter III educational seminars; Fire Officer I Academy; Fire Officer II Academy; Driver Operator Course; Flashover Awareness Training; Extrication Awareness and Operations; Hazardous Materials Awareness, Operations and Technician; Confined Space Awareness, Operations and Technician; Trench Rescue Awareness, Operations and Technician; Structural Collapse

ARTICLES OF INCORPORATION-1

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Awareness, Operations and Technician; High Angle Rescue Awareness, Operations and Technician; Incident Command Basic, Intermediate and Advance; Safety Officer seminars; Rural Firefighting Tactics; Emergency Medical Technician Basic and Advanced; Rapid Intervention Team training; Instructor Methodology; Basic Wildland Firefighting Classes; CPR training; and other firefighting-related educational training programs. The corporation shall generate funds for the purchase of materials and equipment, provide scholarships to further the education, decide how funds that are raised are to be disbursed, and transact any lawful activity, except as otherwise restricted herein.

This corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE IV - MEMBERS**

The corporation shall have members admitted in accordance with the Bylaws.

#### **ARTICLE V - REGISTERED OFFICE**

The initial registered office of the corporation is located at 10831 West State Street, Star, Idaho 83669.

## **ARTICLE VI - REGISTERED AGENT**

The initial registered agent of the corporation, whose address is the same as that of the initial registered office of the corporation is Stephen Donahue.

## **ARTICLE VII - BOARD OF DIRECTORS**

The affairs of the corporation shall be managed by a board of directors. The number of members of such board of directors shall be fixed from time to time by the Bylaws, but at no time shall the board be less than three (3) members nor more than five (5) members. The names and addresses of the persons who are to act as the initial board of directors of the corporation, to serve until their successors have been selected, are:

Mark Wendelsdorf  
310 South 7<sup>th</sup> Avenue  
Caldwell, Idaho 83605

Brad Trosky  
310 South 7<sup>th</sup> Avenue  
Caldwell, Idaho 83605

Stephen Donahue  
10831 West State Street  
Star, Idaho 83669

The selection process for board members, as well as their terms, removal and duties, shall be provided for in the Bylaws of the corporation.

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator of the corporation are as follows:

Stephen Donahue  
10831 West State Street  
Star, Idaho 83669

#### **ARTICLE IX - DISSOLUTION**

The corporation may be dissolved upon the affirmative vote of two-thirds (2/3) of the Board of Directors of the corporation pursuant to the Bylaws, entitled to vote such vote being taken at a meeting of the Board of Directors called for that purpose, or upon the written consent of all members of the Board of Directors of the corporation. Upon the dissolution or other termination of the corporation, no part of the property of the corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the directors of the corporation, but all such property and proceeds shall, subject to the discharge of valid obligations of the corporation and to applicable provisions of law, be distributed, as directed by the Board of Directors of the corporation, to or among any one or more corporations, trusts, community chests, funds or foundations described in § 501(c)(3) of the Internal Revenue Code or any successor provisions. Any such assets not so disposed of

shall be disposed of by the District Court of the district in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for charitable purposes under § 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE X - AMENDMENTS**

Amendments to these Articles shall require the affirmative vote of majority of the members of the board of directors of the corporation then in office voting at a special meeting of the board of directors called for that purpose in accordance with Idaho Code § 30-3-90.

#### **ARTICLE XI - ORGANIZATION**

The affairs of the corporation shall be managed by its board of directors, and a majority of the number of directors then fixed by the Bylaws, excluding vacancies, shall constitute a quorum; provided, however a quorum shall not be less than one-third (1/3) of the number of directors then fixed by the Bylaws. The officers of the corporation shall be a President, a Secretary and a Treasurer, and such other officers as may be provided for in the Bylaws.

## ARTICLE XII - RESTRICTIONS

Pecuniary profit is not the object or purpose of this corporation. The corporation is organized and shall be operated exclusively for charitable purposes within the meaning of § 501(c)(3) of the Internal Revenue Code. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

The property of this organization is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

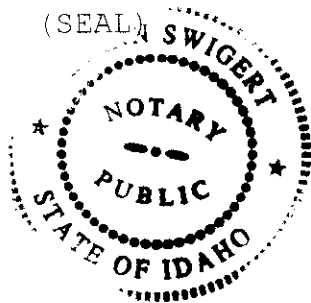
IN WITNESS WHEREOF, the undersigned incorporator of said Corporation has executed these Articles of Incorporation this 12 day of January, 2005.

  
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Stephen Donahue

STATE OF IDAHO )  
 : ss.  
County of Canyon )

On this 12<sup>th</sup> day of JANUARY, 2005, before me, the undersigned, a Notary Public in and for said State, personally appeared Stephen Donahue, known or identified to me to be the person whose name is subscribed in the 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 year in this certificate first above written.



Helena Swigert  
Notary Public for Idaho  
Commission expires: 10-11-2006