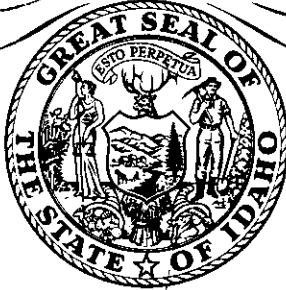


State of Idaho



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

TREASURE VALLEY LIONS CLUB, INC.

was filed in the office of the Secretary of State on the **Third** day of **January**, A. D. One Thousand Nine Hundred **Sixty-three** and is duly recorded on Film No. **122** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

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 **perpetual existence** from the date hereof, with its registered office in this State located at **Nampa** in the County of **Canyon** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, 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 **3rd** day of **January**, A.D., **1963**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
TREASURE VALLEY LIONS CLUB, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, being each of us ^{of legal age and} citizens of the United States, and of the State of Idaho, do hereby certify that we have associated ourselves together for the purpose of forming a nonprofit cooperative association or corporation, under the laws of the State of Idaho pertaining thereto, and hereby adopt the following ARTICLES OF INCORPORATION:

ARTICLE I.

The name of this corporation shall be Treasure Valley Lions Club, Inc.

ARTICLE II.

The duration of this corporation shall be perpetual.

ARTICLE III.

The objects and purposes of this corporation shall be and are as follows:

(a) To be a chartered club of Lions International of Chicago, Illinois, and to be subject to per capita dues as from time to time set by the International Convention of Lions International, and to be a member club of Lions International, and a part of the Lions International and its affiliate Lions Clubs wherever located and constituted, and to adopt the Lions Code of Ethics and the by-laws prescribed by Lions International for its associate Clubs, and to be governed by the international By-Laws as now existing or hereafter adopted by Lions International, and in general to do and conform to all things to constitute this corporation as a part of International Lionism.

(b) Specifically and primarily to form and constitute an organization of business men and citizens pledged to take an active interest in local, state, and national affairs, thereby helping to make the City of Nampa, the State of Idaho and the

United States of America, a better place in which to live.

(c) To educate the members of this corporation and the citizens of the City of Nampa, and of the State of Idaho, by disseminating among them information concerning subjects of general interest, thereby creating in their minds a finer appreciation of the advantages and benefits of American citizenship.

(d) To cooperate with any and all other organizations in the City of Nampa for the betterment and progress of the community and the State; to stimulate and foster community pride and loyalty and the community spirit; to advertise the community and its resources and enterprises; to promote the welfare of the members and to cultivate acquaintances and good fellowship among each other and all other citizens within the community.

(e) In addition to do and perform and engage in any activities in the community and State in such ways and to such extent as may seem suitable and proper.

(f) To acquire, own, hold, lease or rent any real property within the State of Idaho and/or all kinds of personal property that may be deemed necessary or advantageous in connection with the aforesaid objects and purposes, and to sell, exchange or otherwise dispose of the same, or any part thereof.

(g) To make and enter into contracts pertaining to the accomplishment or furtherance of the aforesaid objects and purposes in any manner and of any kind or nature deemed advantageous or suitable to the carrying out of said objects and purposes.

(h) To borrow money or otherwise raise money deemed necessary for the carrying on of the aforesaid objects and purposes, and to mortgage, hypothecate and/or pledge any of the property of the corporation to secure the payment thereof, with the express idea that pecuniary profit for the members of the corporation is not their object.

(i) To make improvements and betterments upon the said real property, or any part thereof, by erecting thereon such buildings and/or other improvements as may be considered desirable and/or advantageous.

(j) To do any and all matters and things necessary, requisite or incidental to the accomplishment of any of the objects and purposes aforesaid, or the exercise of any of the powers above specified, not inconsistent with law.

ARTICLE IV.

The location and post office address of the registered office of the corporation shall be Nampa, Idaho.

ARTICLE V.

The corporation shall have no capital stock, but only memberships, and the interest of each and every member shall be equal and no member can have or acquire a greater interest than any other member, and no membership shall be transferrable or assignable, except under such regulation that the duly enacted by-laws of the corporation may prescribe. Each membership is subject to cancellation and termination under the terms and conditions that may be prescribed in the duly enacted by-laws of the corporation, and upon the cancellation or termination of such membership the member thereby affected shall have no further interest in the corporation nor claim nor title to any property of any type belonging to the corporation. This corporation is not organized and shall never be conducted for a purpose, directly or indirectly, of fixing the price, or regulating the production, of any article of commerce or of produce of the soil, or of consumption by the people.

ARTICLE VI.

Each member of the corporation in good standing shall be entitled to equal voting rights in connection with the affairs of the corporation as shall be accorded to all other members in good standing.

ARTICLE VII.

The names and post office addresses of each of the incorporators are as follows:

Chet Fuller Pres 111 Vantho Blvd Nampa, Idaho
Wm. W. Lynch Sec. Bld 708 Nampa, Idaho
L V Brown 915-6th St. So. Nampa, Idaho
T.C. DANIELS 512-7th AVE SO Nampa, Idaho
Irwin H. Caufield 924 12th Ave Road Nampa, Idaho

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 27th day of December, 1962.

Chet Fuller (SEAL)
Wm. W. Lynch (SEAL)
L V Brown (SEAL)
T.C. Daniels (SEAL)
Irwin H. Caufield (SEAL)

STATE OF IDAHO)
) ss.
County of Canyon)

On this 27th day of December, 1962, before me, the undersigned, a Notary Public in and for said State, personally appeared Chet Fuller, William W. Lynch, L. V. Brown, T. C. Daniels, and Irwin H. Caufield, known to me to be the persons whose names are subscribed to the within and foregoing instrument, and acknowledged to me that they 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.

(SEAL)

James A. Miller
Notary Public for Idaho
Residence: Nampa, Idaho