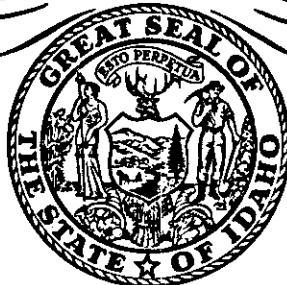


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

**EAST-CENTRAL IDAHO PLANNING AND DEVELOPMENT ASSOCIATION,
INC.**

was filed in the office of the Secretary of State on the **fifteenth** day
of **December** **A. D. One Thousand Nine Hundred** **seventy-five** and
is duly recorded on ~~film~~ ^{to be} ~~microfilm~~ 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

Rexburg, Idaho in the County of **Madison**
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 **15th** day of **December**
A.D., 19 75.

Secretary of State.

ARTICLES OF INCORPORATION
OF
EAST-CENTRAL IDAHO PLANNING AND DEVELOPMENT ASSOCIATION, INC.

KNOWN ALL MEN BY THESE PRESENT:

That we, the undersigned, citizens of the United States and residents of the State of Idaho, do hereby associate ourselves together to form a nonprofit organization, and in order to form a corporation for the purposes hereinafter stated under and pursuant to the provisions of Chapter 10 of Article 30, Idaho Code, and amendments hereafter made thereto and the laws of the State of Idaho relating to the organization of corporations where pecuniary profit is not the object, and we do hereby certify and declare as follows:

I.

NAME

The name of this corporation is EAST-CENTRAL IDAHO PLANNING AND DEVELOPMENT ASSOCIATION, INC.

II.

PLACE OF BUSINESS

The principal place of business and post office address of this corporation shall be Rexburg, Madison County, Idaho. The corporation may have such other places of business as the directors shall henceafter determine.

III.

DURATION

The duration of the corporation shall be perpetual.

IV.

PURPOSES

This corporation is not organized for pecuniary profit nor shall it have any power to issue any capital stock, and no part of its earnings shall inure to any member, director or individual. The purposes and objects for which this corporation is formed are as follows: To analyze, plan for and seek means of implementing the adopted plans related to physical and natural resources, economic and social concerns of the member counties, the State of Idaho, and the region as a whole. To improve the economic stability of said areas; to seek, accept and assist in the placement of new industries of the region; to cooperate with all levels of government, local, state, and federal, and with all interested private individuals and legal entities in the furthering of all such purposes; to accept and use any federal or state aide funds available and any private funds which may be available to the corporation for its uses and purpose; to make all necessary studies and surveys, to borrow money, to buy, sell, hold, acquire, own, mortgage, hypothecate, transfer, lease, exchange, trade, or otherwise to acquire or dispose of real and personal property; to exercise those powers commonly exercised by natural persons and to do all acts or things useful or incidental to the purposes for which this corporation is constituted.

V.

MEMBERSHIP

The membership of this corporation shall be the following counties: Bonneville, Butte, Clark, Custer, Fremont, Jefferson, Lemhi, Madison, and Teton Counties of Idaho. Membership of this corporation shall be limited to those persons now and hereafter serving as duly appointed, qualified, and acting members of the EAST-CENTRAL IDAHO PLANNING AND DEVELOPMENT ASSOCIATION, INC. who shall remain members of this corporation during their tenure as members.

and until their successors upon said Association shall have been duly appointed and qualified. Membership in the corporation shall not entitle a person to any interest whatsoever in the assets of the corporation but only to participate in the management of the affairs of the corporation, in meeting of the members regularly called and held within the period covered by such membership. The members assessment shall be specified in the bylaws of the corporation. Member's rights and interest shall be equal.

VI.

BOARD OF DIRECTORS

The number of directors of the corporation shall not be less than five (5), nor more than forty-two (42) and shall, as near as possible, be constituted of 2/3 elected officials and 1/3 non-elected officials, based upon the total membership composition. At first meeting following incorporation a board of directors will be chosen in accordance with the provisions of the bylaws of the Association and the laws of the State of Idaho, in such cases made and provided.

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

<u>NAME</u>	<u>ADDRESS</u>
Art Detrick	Idaho Falls, Idaho
Harold Bell	Darlington, Idaho
J. Albert Laird	Dubois, Idaho
Glen Scott	Roberts, Idaho
Robert K. Smellie	Tetonia, Idaho
James Siddoway	Teton, Idaho
John Porter	Rexburg, Idaho
Kenneth West	Mackay, Idaho
Jack Weigand	Leadore, Idaho

IN WITNESS WHEREOF, we have hereunto set our hands this 9th day of December, 1975.

James Siddoway Glen C Scott
Art Detrick Robert K. Smellie
John C Porter Kenneth West
Harold Bell Leadore, Idaho
Jack Weigand

STATE OF IDAHO

) ss.

County of Madison)

ON THIS 9th day of December, 1975, before me, the undersigned a Notary Public in and for said State, personally appeared known to me to be the persons whose names are subscribed to the within and foregoing instrument and acknowledge 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.

John C Porter
Notary Public for Idaho
Residing at Rexburg

