

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

ONE COUNTY SOLVING ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **Twenty-fifth** day of **October** A. D. One Thousand Nine Hundred **Sixty-five** and ~~will be~~ is duly recorded on ~~Film - 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 **Boise,** in the County of **Cam.**

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 **25th** day of **October**, A.D., 19**65**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
GEM COUNTY GOLFING ASSOCIATION, INC.

* * * * *

We, the undersigned, all of whom are residents of the State of Idaho and being citizens of the United States, being of legal age, do hereby voluntarily associate ourselves together for the purpose of forming a non-profit corporation, with no capital stock, under the authority of Idaho Code 30-1001.

ARTICLE I

The name of this corporation shall be Gem County Golfing Association, Inc.

ARTICLE II

(a) The business, purpose and object of this corporation shall be :

1. To lease golfing facilities and certain portions of the Emmett Municipal Airport from the City of Emmett, Idaho; to execute the necessary leases with said City and to enter into any and all agreements that might be necessary or required in connection with dealing with the City of Emmett, Idaho.
2. To promote the welfare of the community and its citizens through a recreation program.
3. To provide clean and wholesome recreation for the adults and youth of Emmett and surrounding areas.

(b) To buy, lease, hold and exercise all privileges of ownership over such real or personal property as may be necessary or convenient for the conduct and operation of the business of the corporation or incidental thereto, and to receive and distribute gifts of property of all kinds.

(c) To carry on all business whatsoever which this corporation may deem proper or convenient in connection with any of the foregoing purposes or otherwise, or which may be calculated directly or indirectly to promote the interest of this corporation, or to enhance the value of its property or business.

(d) To borrow money; to lend money, to own real property; to own personal property; to deal in real property; to deal in personal property; to have and to exercise all the powers conferred by the laws of the State of Idaho upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be enacted or amended.

(e) To co-operate with similar associations and corporations.

(f) To have and exercise all power, privileges and rights conferred on corporations by the laws of this state and all powers and rights incidental to carrying out the purposes for which this corporation is formed, except such as are inconsistent with the express provisions of the Act under which this corporation is incorporated.

(g) The foregoing shall be construed both as objects and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the powers conferred on this corporation by the laws of the State of Idaho, all of which are hereby expressly granted.

ARTICLE III

The place where the principal business of the corporation is to be transacted is in the City of Emmett, County of Gem, State of Idaho, but the corporation may maintain offices and places of business at such other places within or without the State as the Board of Directors may determine.

ARTICLE IV

The corporation shall be nonstock and no dividends or pecuniary profits shall be declared to the members thereof. The rights and interests of all members shall be equal and no member can have or acquire a greater interest herein than any other member. Membership certificates shall be issued to each member hereof.

ARTICLE V

The general officers of said corporation shall be President, two Vice-Presidents, a Secretary and Treasurer. The said officers shall perform such duties as may be prescribed by the By-laws.

ARTICLE VI

The period of existence of this corporation shall be perpetual.

ARTICLE VII

The Board of Directors shall consist of four members including the immediate Past-President, and they shall perform such duties as shall be prescribed by the By-laws.

ARTICLE VIII

The said corporation shall hold its election of officers and directors according to the manner prescribed by the adopted By-laws.

ARTICLE IX

These articles may be amended, provided any proposed amendment is in conformity with the constitution and By-laws of the Gem County Golfing Association, Inc., by a two-thirds vote of the members present at any regular or special meeting provided that written notice of the proposed amendment or amendments has been mailed to the last known address of each member at least ten (10) days prior to the date of such meeting.

ARTICLE X

The names and addresses of those who are to serve as incorporating directors until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
George Speros	Emmett, Idaho
Jim Salskov	Emmett, Idaho
Loring Blair	Emmett, Idaho
W. F. Lovell	Emmett, Idaho
Robert Bork	Emmett, Idaho

IN WITNESS WHEREOF, we, the incorporators, and named herein as the first Board of Directors, have hereunto set our hands and seals this 28th day of September, 1965.

George Speros

Jim Salskov

Loring Blair

W F Lovell

Robert Bork

STATE OF IDAHO)
County of Gem.) ss.

On this 28th day of September, 1965, before me, Lauie Gorrone, a Notary Public in and for said County and State, personally appeared George Speros, Jim Salskov, Loring Blair, W. F. Lovell, and Robert Bork, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

Lauie Gorrone
Notary Public for State of Idaho;
Residing at Emmett, Idaho.