

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PROTECT, 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 _____

PROTECT, 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 May 7, 19 84.



Pete T. Cenarrusa

SECRETARY OF STATE

Denise Huer

Corporation Clerk

ARTICLES OF INCORPORATION

OF

PROTECT, INC.

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

I.

The name of the corporation is PROTECT, INC.

II.

This corporation is a non-profit corporation.

III.

The purpose for which this corporation is formed is to provide support for child abuse victims and their families as well as to improve community education surrounding the issue of child abuse to include prevention, legislation, identifying community needs, and helping to initiate and implement programs to meet those needs.

IV.

The period of existence of this corporation shall be perpetual.

V.

The location and post office address of the registered office of the corporation in the State of Idaho is 924 N. 5th, Coeur d'Alene, Idaho 83814. The name of the registered agent at that address is CAROL HANSON.

VI.

The name and post office address of the directors constituting the initial board of directors are as follows:

| <u>N A M E</u> | <u>A D D R E S S</u> |
|----------------|--|
| Peter Erbland | 315 Milwaukee Coeur d'Alene, Idaho |
| Carol Hanson | 924 N. 5th Street, Coeur d'Alene, Idaho |

Melanie Traver

S. 1340 Arbor Street
Rathdrum, Idaho 83858

Gloria Turkovsky

N. 9815 Meadow Way
Rathdrum, Idaho 83858

Thomas A. Nesbitt

E. 2109 Harrison
Coeur d'Alene, Id 83814

VII.

The number of directors constituting the initial Board of Directors shall be five (5).

VIII.

The corporation will not indemnify any and all persons who may serve or who have served at any time as directors or officers but for expenses incurred in carrying on the business of the corporation.

IX.

Neither the directors of the officers or members of the corporation shall be personally liable for the debts, liabilities or obligations of the corporation.

X.

The corporation shall have only one class of members and will have no maximum on the number of members the corporation may have.

XI.

The annual membership fee will be \$10.00, payable no later than thirty (30) days after the annual meeting for the preceding year. The membership fee may be modified by a quorum of the board.

XII.

Each member shall be entitled to one (1) vote.

XIII.

This corporation is intended to qualify as a non-profit corporation under the applicable provisions of the Internal Revenue Code and of the Idaho Code. This corporation is one which does not contemplate pecuniary gain or profit to the

members thereof and it is organized solely for non-profit purposes. In no event shall the net earnings, income or assets of the corporation be distributed to or inure to the benefit of any member, director or officer of this corporation or other private individual, either directly or indirectly. Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets which are transferrable will be distributed to other non-profit corporations to be determined by the Board of Directors.

XIV.

In addition to the powers and authority granted to the directors in the Articles of Incorporation and in addition to the powers and authority expressly conferred upon them by statute, the Board of Directors of the corporation shall have additional powers and authority not inconsistent with law as may be set forth in the By-Laws.

XV.

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation in the manner consistent with law and in conformity with the provisions set forth in the By-Laws.

XVI.

The name of the incorporators are CAROL HANSON and MELANIE TRAVER. The street addresses of the incorporators are 924 N. 5th Street, Coeur d'Alene, Idaho 83814 and S 1340 Arbor Street, Rathdrum, Idaho 83858.

XVII.

The name and post office address of the incorporator is:

| <u>N A M E</u> | <u>A D D R E S S</u> |
|----------------|---|
| Carol Hanson | 924 N. 5th Street Coeur d'Alene, Idaho |
| Melanie Traver | S. 1340 Arbor Street Rathdrum, Idaho 83858 |

IN WITNESS WHEREOF, we have hereunto set our hands this 24th day of April, 1984.

Carol Hanson
CAROL HANSON

Melanie Traver
MELANIE TRAVER

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 24 day of April, 1984, before me, the under-
signed, personally appeared CAROL HANSON and MELANIE TRAVER known
to me to be the persons whose names are subscribed to the
foregoing, 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 first above written.

Margaret R. Hebert
Notary Public for IDAHO
Residing at Coeur d'Alene