

CERTIFICATE OF INCORPORATION
OF

BELLEVUE CHAMBER OF COMMERCE, INC.

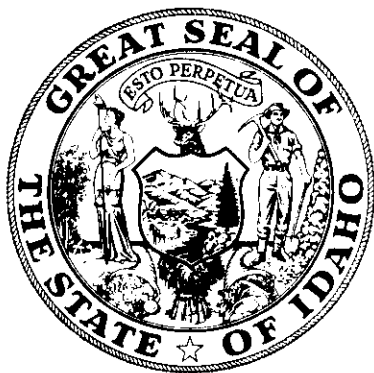
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BELLEVUE CHAMBER OF COMMERCE, 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 July 30, 1980.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

OF

BELLEVUE CHAMBER OF COMMERCE, INC.

We, the undersigned, each being a natural person of full age, and at least two-thirds (2/3) of whom are citizens of the United States, acting as Incorporators do hereby create a non-profit corporation pursuant to Chapter 3, Title 30, of the Idaho Code, and do hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is BELLEVUE CHAMBER OF COMMERCE, INC.

ARTICLE II

Duration

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE III

Purposes

The purpose of this corporation shall be to protect and promote the best interests of the residents of the City of Bellevue, County of Blaine, State of Idaho; to promote and strive for the improvement and betterment of all public facilities and services within said area; to promote and encourage a better community and civil spirit; and to foster good-will and friendship between and among all the residents of said area; to cooperate with county, town and village officials and with other civic and public organizations for the general welfare of the entire community of the City of Bellevue, State of Idaho.

ARTICLE IV

Powers

Subject to the purposes declared in Article III, this corporation shall have the power to do any and all things which a non-profit corporation may do under the laws of the State of Idaho. However, notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(4) of the Internal Revenue Code of 1954 under which the corporation chooses to qualify for exemption, as the same is now in force and effect, or as it may be amended from time to time. To these ends, the corporation may take and hold by request, devise, gift, grant, purchase, lease, or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value, may sell, convey or otherwise dispose of any such property and may invest, reinvest or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the interests of this corporation.

ARTICLE V

Exempt Status

The corporation is constituted so as to attract substantial support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates, has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the corporation is distributable to, or inures to the benefit of, its directors or officers. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate or intrevene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1954 or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as such provisions are presently in force and effect, or as they may be amended from time to time.

ARTICLE VI

Registered Office and Agent

The location and post office address of the registered office of the corporation shall be Post Office Box 19, 609 North Fifth, Bellevue, Idaho, 83313. The name of the registered agent who may be found at the registered office is Judy Housel.

ARTICLE VII

Membership

The corporation shall be organized without capital stock and shall issue membership certificates to each member, which certificate cannot be assigned so that the transferee thereof can by such transfer become a member of the corporation except by resolution of the board of directors and under such regulations as the By-Laws may prescribe.

ARTICLE VIII

Board of Directors

The number of directors constituting the initial board of directors shall be three (3), the names and addresses of the persons who are to serve as directors until the first meeting of the corporation or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
William Aitken	Rural Route 1 Bellevue, Idaho 83313
E. Boyd Jones	309 North Main Bellevue, Idaho 83313
Judy Housel	609 North Fifth Bellevue, Idaho 83313

ARTICLE IX

Incorporators

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

<u>NAME</u>	<u>ADDRESS</u>
William Aitken	Post Office Box 19 Bellevue, Idaho 83313
E. Boyd Jones	Post Office Box 19 Bellevue, Idaho 83313
Judy Housel	Post Office Box 19 Bellevue, Idaho 83313

ARTICLE X

Distribution on Dissolution

In the event of the dissolution of the corporation, no member or director shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any sources, after the payment of all debts and obligations of the corporation, shall be distributed to such organizations as shall qualify as exempt organizations under Section 501(c) of the Internal Revenue Code of 1954 as the same now exists or as it may be amended from time to time.

IN WITNESS WHEREOF, we have hereunto set our hands this 7 day of July, 1980.

William R. Aitken
WILLIAM AITKEN

E. Boyd Jones
E. BOYD JONES

Judy Housel
JUDY HOUSEL

STATE OF IDAHO)
) ss.
County of Blaine)

On this 7 day of July, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM AITKEN, E. BOYD JONES and JUDY HOUSEL, known to me to be the persons whose names are subscribed to the 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.

Cynthia S. Kuller
NOTARY PUBLIC
Residing at: Ketchikan, Alaska