



## Department of State.

### CERTIFICATE OF INCORPORATION OF

IDAHO SMALL SCHOOL ORGANIZATION, INC.

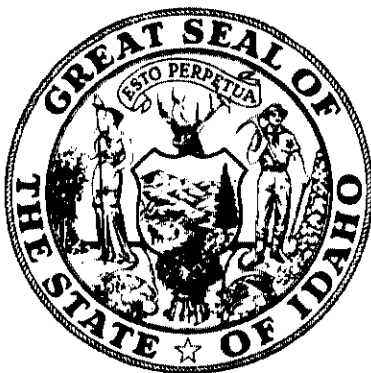
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

IDAHO SMALL SCHOOL ORGANIZATION, 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 December 08, 1990.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Elizabeth M. Zakala*

Corporation Clerk

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ARTICLES OF INCORPORATION  
OF

IDAHO SMALL SCHOOL ORGANIZATION, INC.

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KNOW ALL MEN BY THESE PRESENTS: That I DICK PETERS, being the undersigned, being a competent citizen of the United States of America, and having reached the age of majority, have come this day voluntarily for the purpose of forming a non-profit corporation under and pursuant to the laws of the State of Idaho, and do hereby certify as follows.

ARTICLE I

The name of this corporation shall be; IDAHO SMALL SCHOOL ORGANIZATION, INC.

ARTICLE II

That the purposes and objects for which this non-profit corporation is formed are as follows:

(a) To help member schools/districts identify and meet their goals.

(b) To improve communication among member schools, State Department of Education, and other educational agencies.

(c) To coordinate programs and activities and to provide for sharing of services, resources and information among members of the association.

(d) To exercise generally all powers customarily exercised by non-profit business corporations within or without the State of Idaho.

(e) To carry on, or to do anything in connection with the objects and purposes above mentioned that may be essential, necessary, proper, expedient, or merely convenient for the corporation to accomplish success or promote the said objects and purposes of the corporation. The foregoing clauses, by reason of the specific enumeration of powers, shall not be held to restrict the powers of the corporation to do any of the things within the purview of its general purposes.

(f) To qualify as a tax exempt organization pursuant to Section 501(c) (3) of the United States Internal Revenue Code.

#### ARTICLE III.

The commencement of the corporation shall be the date of the issuance of a certificate of incorporation by the Idaho Corporation Commission, and it shall have perpetual existence.

#### ARTICLE IV.

The principal place of business shall be Cambridge, Idaho, and the location and mailing address of the registered office in this state shall be 2175 Hwy 71, P.O. Box 38, Cambridge, Idaho 83610, and the registered agent shall be DICK PETERS, of the same address.

#### ARTICLE V

There shall be six (6) designated regions. Each region shall elect a representative who shall become a member of the Board of Directors.

The corporate powers shall be vested in the Board of Directors, six (6) in number, which represents one representative from each district. That number may be increased or decreased by a majority vote of the board, if the Board chooses to increase or decrease the number of designated regions. The Articles and the By-Laws of this corporation may be amended by a two-thirds majority of the membership. The name and address of the first Board of Directors is as follows:

DICK PETERS  
P.O. Box 38  
Cambridge, Idaho 83610

#### ARTICLE VI

The members of the corporation shall have the power to establish By-Laws for the operation of the affairs of this corporation, which shall in general be in conformity with and pursuant to the principles and purposes of the IDAHO SMALL SCHOOL ORGANIZATION, INC.

## ARTICLE VII

Membership shall be open to all school districts upon the payment of such dues or contributions as from time to time may be set by the board, or upon the meeting of any other qualifications as shall be provided for in the By-Laws or established by the Board of Directors.

## ARTICLE VIII

The highest amount of indebtedness or liability to which the corporation may at any time subject itself is one Million Dollars (\$1,000,000.00).

## ARTICLE IX

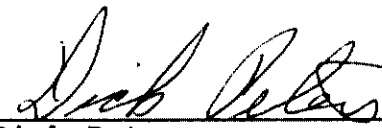
The personal or private property of the members, officers and directors of IDAHO SMALL SCHOOL ORGANIZATION, INC. shall be forever exempt from its debts and obligations.

## ARTICLE X

This corporation shall be a non-profit corporation and shall have no stock and shall declare no dividends. No pecuniary profits shall be declared or paid to the members thereof, or to any other private individual, and all of its earnings shall be used to further the purposes of this corporation as hereinabove set forth. This corporation shall be operated at all times to qualify for tax exempt treatment under Section 501 (c) (3) of the United States Internal Revenue Code.

## ARTICLE XI

Should any provision of these Articles be found to violate any state or federal law, the remaining provisions shall constitute the Articles of Incorporation.

  
Dick Peters

STATE OF IDAHO                    )  
                                      : ss.  
County of WASHINGTON)

On this 14<sup>TH</sup> day of NOVEMBER, 1990, before me,  
the undersigned, a Notary Public in and for said State, personal-  
ly appeared, DICK PETERS, known to me to be the person whose name  
is subscribed to the within Articles of Incorporation, and  
acknowledged to me that he executed the same

IN WITNESS WHEREOF, I have hereunto set forth my hand  
and affixed my official seal the day and year in this certificate  
first above written.

B. J. Soules  
Notary Public for Idaho  
Residing at CAMBRIDGE ID  
My Commission Expires: 8-21-91