



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

THE BREAKFAST OPTIMIST CLUB OF McCALL, IDAHO, INC.

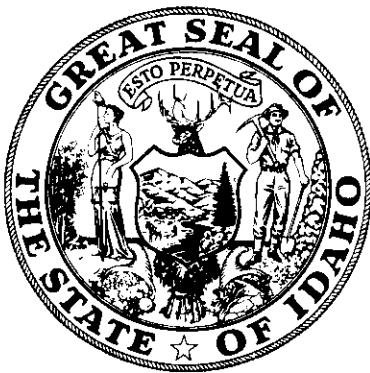
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

THE BREAKFAST OPTIMIST CLUB OF McCALL, IDAHO, 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 1, 19 81.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

JUL 1 2 52 PM '71
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

THE BREAKFAST OPTIMIST CLUB OF McCALL, IDAHO, INC.

A NON-PROFIT CORPORATION

The undersigned acting as incorporators of a corporation hereinafter referred to as the "Corporation" under the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is THE BREAKFAST OPTIMIST CLUB of McCALL, IDAHO INC.: which corporation is a non-profit corporation

ARTICLE II

Period of Duration

The period of duration of the corporation is perpetual.

ARTICLE III

Purposes and Powers

1. The purposes of this club shall be to develop Optimism as a philosophy of life; to promote an active interest in good government and civic affairs; to inspire respect for the law; to promote patriotism and work for international accord and friendship among all people; to aid and encourage the development of youth, in the belief that the giving of one's self in service to other will advance the well-being of man, his community and world.

2. To engage in any lawful act or activity for which corporations may be organized under the law of the State of Idaho.

LAW OFFICES OF
WILLIAM M. KILLEN, P.A.
P.O. BOX A.O.
McCALL, IDAHO 83638
PHONE: (208) 643-7118
200 EAST PARK ST.

1 3. To have the capacity to act possessed by natural
2 persons in the performance of such acts as are necessary or
3 proper to accomplish its purposes and which are not repugnant
4 to law.

5 4. To appoint such officers, employees and agents as
6 the activities of the corporation may require and
7 to make by-laws not inconsistent with any existing law for
8 the management of its activities and the regulation and
9 conduct of its affairs; to do all acts permitted by the law
10 of the State of Idaho, and all such other acts as are necessary
11 and expedient to accomplish its stated purposes except as
12 limited by the laws of the State of Idaho.

13 5. The foregoing clauses shall be construed both as
14 Purposes and Powers, and it is hereby expressly provided
15 that the foregoing enumeration of specific powers shall not
16 be held to limit or restrict in any manner the powers of the
17 Corporation.

18 ARTICLE IV

19 The membership of the corporation shall be governed by
20 the provisions set forth in the corporations by-laws.

21 ARTICLE V

22 The street address of the corporations initial registered
23 office and the name of its initial registered agent of such
24 address are as follows:

25 Street Address:	402 N. 3rd St.
26	McCall, Idaho
27 Registered Agent:	Richard Wildman
28 Mailing Address:	P.O. Box 786
29	McCall, Idaho 83638
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ARTICLE VI

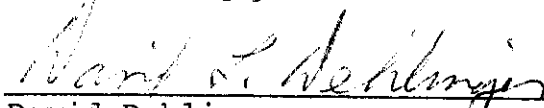
DATA RESPECTING INITIAL DIRECTORS/INCORPORATORS


There shall be 9 directors initially. The name(s) and post office address of each of the initial director(s)/incorporator(s) who will serve until their successors are elected and qualified are:


<u>Name</u>	<u>Address</u>
Broughton, Donald	Box 27 McCall, Idaho 83638
Dehlinger, David	Box 1122 McCall, Idaho 83638
Dye, Steven	Box 1388 McCall, Idaho 83638
Goodman, Ron	Box 1662 McCall, Idaho 83638
Haworth, Bill	Box 406 McCall, Idaho 83638
Howington, Bob	Box 1569 McCall, Idaho 83638
Lawrence, Greg	Route 1 Box 11 McCall, Idaho 83638
Peterson, Kermit	Box 1108 McCall, Idaho 83638
Wood, Skip	Box 1656 McCall, Idaho 83638

EXECUTED this 15 day of APRIL, 1981.


Donald Broughton


David Dehlinger


Steven Dye


Ron Goodman

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PHONE: (208) 643-7118

200 EAST PARK ST.

Bill Haworth
Bill Haworth

Bob Howington
Bob Howington

Greg Lawrence
Greg Lawrence

Kermit Peterson
Kermit Peterson

Skip Wood
Skip Wood