

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

BILEYMAN GROUP OF MAGIC VALLEY, INC.

was filed in the office of the Secretary of State on the **fourteenth** day of **November**, A. D. One Thousand Nine Hundred **sixty-three** and is duly recorded on Film No. **125** of Record of Domestic Corporations of the State of Idaho, and that the said articles contain the statement of facts required by Sections 30-103, 30-1101 and 30-1102, Idaho Code.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name stated in the articles, and for **perpetual existence** from the date hereof, with its registered office in this State located at **Twin Falls** in the County of **Twin Falls** and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, 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 **14th** day of **November**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
DILETTANTE GROUP OF MAGIC VALLEY, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all natural persons of full age, all citizens of the United States of America, and all residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and we do hereby certify:

ARTICLE I.

The name of this corporation shall be the "DILETTANTE GROUP OF MAGIC VALLEY, INC."

ARTICLE II.

The purposes for which this corporation is formed are for the promotion of culture in the Magic Valley of Idaho, including, but not limited to the theatrical arts, the visual arts, and music; said corporation is to promote the same directly by producing and promoting plays, exhibitions, lectures, etc. and also by promoting either directly or by gifts of money, the construction of a building or buildings for the exhibition and showing of all forms of art, the same to be done by the corporation alone or in conjunction with any other organization dedicated to the same end. Said corporation shall be authorized to promote, conduct, or in any way be connected with any such activities however, only to the extent that they are in furtherance of education and charity or both.

ARTICLE III.

Membership in this corporation shall be open to any person of good moral character who subscribes to its purposes and will cooperate with others in carrying out these purposes without regard to sex, religious creed or racial origin. Any such person may become a member of this corporation by paying annual dues of \$1.00, said annual dues to be due and payable on or before January 1, of each year. The directors of said corporation shall, however, have the right to establish the amount of said annual dues without the necessity of amending these Articles of Incorporation. All members

of said corporation of the age of eighteen (18) years and over shall be entitled to one vote.

ARTICLE IV.

The general officers of the corporation shall be a President, a Vice-President, a Secretary, a Treasurer and an Historian. Said officers shall be elected by the membership at large at the annual meeting of said corporation, as hereinafter set forth, and such officers shall serve for terms of (1) one year.

ARTICLE V.

There shall be ten (10) directors of said corporation, which shall constitute the "Board of Directors" the same to be elected as follows: Three directors shall be elected by the membership at large, one to serve a term of three years, one to serve a term of two years and a third to serve a term of one year. As the terms of each such director so elected shall expire one director shall be elected at each annual meeting who shall serve for the term of three years. In addition thereto there shall be seven directors appointed by the elected officers of said corporation and the three elected directors. The said seven directors so appointed shall each serve for a term of one (1) year.

ARTICLE VI.

The duration of this corporation shall be perpetual.

ARTICLE VII.

The location and post office address of the principal office of this corporation shall be Box 13, Twin Falls, Idaho.

ARTICLE VIII.

This corporation shall have one annual meeting, the same to be held during the first week of May of each year.

ARTICLE IX.

These articles may be altered or amended by vote of two-thirds of the voting members present at any annual meeting or at any special meeting called for that purpose; provided, that written notice of such proposed alteration or amendment be mailed to each member at his or her last known address at least ten (10) days prior to the date of said meeting, and provided further,

that public notice shall be given in accordance with the provisions of Title 30, Chapter 11 of the Idaho Code, relating to Religious, Social, and Benevolent Corporations.

ARTICLE X.

The Board of Directors together with the General Officers shall have the power, in addition to all the powers now conferred by or as provided by the By-laws of this corporation, to repeal or amend the By-laws of this corporation and to adopt new By-laws, provided, however, that such powers may be revoked at any regular meeting of the members of this corporation or at any meeting specially called for that purpose, and, provided further, that the Board of Directors shall not make or alter any By-laws fixing their qualifications, classification or term of office.

ARTICLE XI.

This corporation is not formed for profit and it shall have no capital stock. All properties and funds of this corporation, legal or equitable, shall be and continue as trust properties or funds to be used solely for carrying out the objects and purposes of this corporation, and no member of this corporation shall acquire or have any interest in any of its properties or funds, and none of its properties or funds shall ever be diverted from the purposes and objects of this corporation.

ARTICLE XII.

The officers and directors of this corporation shall serve without compensation. The Board of Directors together with the General Officers of the corporation, however, shall have the power to employ such persons as they may deem necessary to carry out the objects of said corporation at such salaries as said Board of Directors and General Officers shall deem reasonable and proper.

ARTICLE XIII.

On Monday the 6th day of May, 1963 the regular meeting of the Dilettante Group of Magic Valley, an Association, was held at the Washington School auditorium in Twin Falls, Idaho for the purpose of electing officers and directors and for the purpose of

voting to incorporate. That notice of the time and place of holding such election was given by publication in the Times-News, a newspaper published in the City of Twin Falls, County of Twin Falls State of Idaho, for at least two(2) consecutive weeks which said notice was published in said newspaper on April 25, 1963 and May 2, 1963 and notice was also given by posting a copy of said notice in a conspicuous place at said Washington School, the place of said meeting, for the same length of time.

That a majority of the members of said association who were present at such meeting voted at such election and the result thereof was that said association incorporate under the laws of the State of Idaho, and the election of the following named persons to serve as the elected officials of the Dilettante Group of Magic Valley, Inc., for the year commencing May 6, 1963, and ending with the annual meeting in the first week of May, 1964:

PRESIDENT-----Jim LaGrone, Castleford, Idaho
VICE-PRESIDENT-----Hank Wills, Twin Falls, Idaho
SECRETARY-----Marilyn Green, Twin Falls, Idaho
TREASURER-----Mebbs Brumbach, Twin Falls, Idaho
HISTORIAN-----Judy Driscoll, Twin Falls, Idaho

That at said meeting, the three directors elected by the membership at large were also elected by a majority of the members present and voting. Said directors elected were as follows:

Helen Gee, Twin Falls, Idaho, 3 year term.
Mary Walker, Twin Falls, Idaho 2 year term.
John Eaton, Twin Falls, Idaho 1 year term.

That said meeting held as aforesaid, the elected officers and elected directors appointed the following seven directors to serve until the annual meeting in May, 1964:

Del Slaughter, Twin Falls, Idaho
Lou Lowe, Twin Falls, Idaho
Roger Vincent, Filer, Idaho
Kathy Fife, Jerome, Idaho
Roger Thieme, Twin Falls, Idaho
Gene Todd, Buhl, Idaho
Art Frantz, Twin Falls, Idaho

IN WITNESS WHEREOF, The parties hereto have hereunto
set their hands this 13th day of May, 1963.

Mary E Walker

Roger Vincent

Henry L. Stells

Gene Todd

Katherine Fife

Del Slaughter

Lou Lowe

Marilyn P. Green

Mabel H. Brumbach

James R. La Grone

John Eaton

Art Frantz

Helen ^{Gee} Berkby

Roger Thieme

Julia M. Driscoll

STATE OF IDAHO)
County of Twin Falls) ss.

On this 13th day of May, 1963, before me the undersigned, a Notary Public for Idaho, personally appeared Jim La Grone, Hank Wills, Marilyn Green, Mabel Brumbach, Judy Driscoll, Helen ^{Berkby} Gee, Mary Walker, John Eaton, Del Slaughter, Lou Lowe, Roger Vincent, Kathy Fife, Roger Thieme, Gene Todd and Art Frantz, 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.

W. L. S. Pope
Notary Public for Idaho
Residing at Twin Falls

My commission expires March 28, 1966

STATE OF IDAHO)
)
County of Twin Falls,) ss.

MARILYN GREEN, being first duly sworn on her oath,
deposes and says:

That she is the duly elected Secretary of the Dilettante
Group of Magic Valley; that she has read ARTICLE XIII of the
foregoing Articles of Incorporation, knows the contents thereof
and that she verily believes the facts stated therein to be true.

Marilyn Green
MARILYN GREEN, Secretary

Subscribed and sworn to before me this 13th day of
May, 1963.

Milo W. Pope
Notary Public for Idaho
Residing at Twin Falls

My commission expires March 28, 1966