



ARTICLES OF INCORPORATION

(Non-Profit)

(Instructions on back of application)

10 FEB -5 PM 1:07

The undersigned, in order to form a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submits the following articles of incorporation to the Secretary of State.

SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

Idaho Wind Energy Association Inc.

Article 2: The purpose for which the corporation is organized is:

Please see attachment

Article 3: The street address of the registered office is: 857 Morning Sun Drive, Twin Falls, ID 83301

and the registered agent at such address is: Mark Goodman

Article 4: The board of directors shall consist of no fewer than three (3) people. The names and addresses of the initial directors are:

Mark Goodman, 133 Carney Street, Twin Falls, ID 83301

Mya Goodman, 133 Carney Street, Twin Falls, ID 83301

Savahna Goodman, 133 Carney Street, Twin Falls, ID 83301

Article 5: The name(s) and address(es) of the incorporator(s):

Karmelia Fredrick, LegalZoom.com, Inc., 7083 Hollywood Blvd. Ste. 180, Los Angeles, CA 90028

Article 6: The mailing address of the corporation shall be:

133 Carney Street, Twin Falls, ID 83301

Article 7: The corporation (☒ does ☐ does not) have voting members.

Article 8: Upon dissolution the assets shall be distributed:

Please see attachment

Signatures of all incorporators:

Legalzoom.com, Inc.

Typed Name:

By: Karmelia Fredrick, Assistant Secretary

Typed Name:

Typed Name:

Typed Name:

Typed Name:

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
02/05/2010 05:00
CK: 413016 CT: 167623 BH: 1206917
1 @ 30.00 = 30.00 INC NONP # 2
1 @ 20.00 = 20.00 NON EXPDI # 3

Web Form

C186103

Attachment to
Articles of Incorporation of
Idaho Wind Energy Association Inc.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(6) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(6) of the Internal Revenue Code.

This corporation is a nonprofit MUTUAL BENEFIT CORPORATION organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

The Corporation is organized and shall be operated on a not-for-profit basis and exclusively as a business league within the meaning of Section 501 (c) (6) of the Internal Revenue Code (or the corresponding provisions of any future United States federal tax law). The specific purposes of this corporation are fraternal association for businesses, developers and educators in the renewable wind energy industry in Idaho providing networking, education, and governmental relations.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

Notwithstanding any other provision of these articles, 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)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes. This organization is neither organized for profit nor organized to engage in an activity ordinarily carried on for profit, and no part of the net earnings of this organization will benefit any private shareholder or individual

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.