

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

DISCOVERY CLUB, 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 DISCOVERY CLUB, 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: October 5, 1992



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Valerie Flint*

Oct 5 1 42 PM '62  
SECRETARY OF STATE

## ARTICLES OF INCORPORATION

OF

### DISCOVERY CLUB, INC.

Pursuant to the provision of the Idaho Non-Profit Corporation Act, the undersigned incorporators hereby form a corporation and the following are its Articles of Incorporation.

#### Article I

The name of the corporation shall be DISCOVERY CLUB, INC., which is an adjunct of D. L. McElligott #3703, Knights of Columbus.

#### Article II

The purpose for which this Corporation is formed are; (a) to promote fraternal, charitable, educational, civic, athletic and social pursuits; (b) to render mutual aid and assistance to its sick, disabled and needy members and their families; and (c) to support and cooperate with all of the fraternal, charitable, religious, patriotic and civic enterprises of D. L. McElligott #3703, Knights of Columbus.

The Corporation shall have the power to sue and to be sued, to hold, receive, lease and purchase such real estate and personal property as may be requisite and expedient for its purposes, and to sell, lease, encumber and dispose of such property. It may adopt, or amend by-laws, rules and regulations not inconsistent with applicable laws and these Articles. It shall have all other powers granted to non-stock, non-profit corporations by the general laws of this State. Provided, however, and notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities or shall it have any powers prohibited to an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future United States Internal Revenue Law). The Corporation shall not have or issue shares of stock or pay dividends, no part of its earnings or assets shall inure to the benefit of or be distributable to its members, directors, officers or other private person, except that it shall be authorized to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of its purposes.

The Corporations's duration shall be perpetual. In the event of dissolution, after payment of all liabilities, its surplus shall become the property of D. L. McElligott #3703, the Knights of Columbus or be donated to a Catholic organization recognized by the Internal Revenue Service as a tax-exempt under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future United States revenue law) as the Board of Directors shall determine.

### Article III

The membership of this Corporation shall be composed solely of the active membership in good standing of D. L. McElligott #3703, the Knights of Columbus.

Upon termination of a person's membership in said local council his membership in this Corporation and all rights and privileges incident thereto shall also immediately and automatically terminate.

### Article IV

The affairs of the Corporation shall be managed by a Board of Directors elected from the membership of the Corporation in the manner provided by the by-laws. The council Grand Knight, Deputy Grand Knight and trustees shall be ex-officio members of the Board of Directors. The Board of Directors may be increased or decreased as provided by the by-laws, but in no case shall the number of directors be less than three (3). The directors shall hold office for a term of three (3) years, except as the by-laws may otherwise provide. Council officers serving as directors ex-officio shall be directors during their term of council office. The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the Corporation, or until their successors are duly elected and qualified, are as follows:

NAME	ADDRESS
LEROY R. WATSON	Rt. 1, Box 842 Mountain Home, Idaho 83647
EDWARD J. GARLAND	320 North 4th West Mountain Home, Idaho 83647
MICHAEL R. McLAUGHLIN	870 Galena Court Mountain Home, Idaho 83647

The Directors who are council officers shall control and supervise the actions of the Board of Directors and may remove any and all directors if the officers find their actions to be detrimental to the purposes of the Corporation or the council.

#### Article V

The Corporation is located and has its principal office located at 115 North 4th East, Mountain Home, County of Elmore, State of Idaho. The agent upon who process or notice to the Corporation may be served is DISCOVERY CLUB, INC., 115 North 4th East, Mountain Home, Idaho 83647.

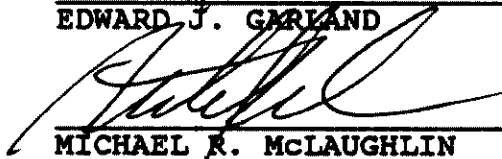
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned incorporators have executed these Articles of Incorporation this 2<sup>nd</sup> day of October, 1992.



\_\_\_\_\_  
LEROY R. WATSON



\_\_\_\_\_  
EDWARD J. GARLAND

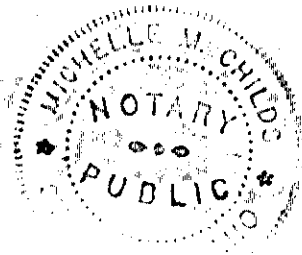


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MICHAEL R. McLAUGHLIN

STATE OF IDAHO                    )  
                                      : ss.  
County of Elmore                )

On this 24 day of October, 1992, before me, the undersigned, a Notary Public in and for said State, personally appeared LEROY R. WATSON, EDWARD J. GARLAND and MICHAEL R. McLAUGHLIN, known to me to be the persons whose names are subscribed to the within and 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.



Michelle M. Childs  
Notary Public for Idaho  
Residing at Mountain Home, Idaho  
My Commission Expires: 9/13/96