

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ST. JOE FIRE PREVENTION COOPERATIVE 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 ST. JOE FIRE
PREVENTION COOPERATIVE 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 7, 19 88



Pete T. Cenarrusa
SECRETARY OF STATE

Clara K. Kiser
Corporation Clerk

ARTICLES OF INCORPORATION OF
ST. JOE FIRE PREVENTION COOPERATIVE, INC.

RECEIVED
SEC. OF STATE

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We, the undersigned residents of the State of Idaho, being twenty-one (21) years or more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Idaho.

ARTICLE ONE

NAME AND LOCATION

The name of the corporation shall be ST. JOE FIRE PREVENTION COOPERATIVE, INC., and its location shall be 1806 Main Avenue, City of St. Maries, County of Benewah, State of Idaho.

ARTICLE TWO

DURATION

The period of duration of this nonprofit corporation shall be perpetual.

ARTICLE THREE

PURPOSE CLAUSE

The business and purpose of the corporation shall be to promote the cause of fire prevention through education in the area of Benewah, South Kootenai, and Southwest Shoshone Counties; to promote an exchange of ideas, programs, and resources among the agencies engaged in fire prevention in the area; and to promote and coordinate public education programs relating to fire prevention through participation in public education programs.

This corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by corporation contributions which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE FOUR

NONSTOCK CORPORATION

This corporation shall be nonstock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and/or scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

ARTICLE FIVE

MANAGEMENT

The management of the corporation shall vest in its members pursuant to the Idaho Nonprofit Corporation Law; the Corporation shall not have a board of directors.

ARTICLE SIX

CORPORATE OFFICERS AND THEIR FUNCTIONS

The general officers of the corporation shall be president, vice-president, secretary, and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and to have general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatsoever, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or directed to be sealed, to keep a record of the proceedings of the members, and to safely and systematically keep all books, papers, records, and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the corporation which shall come into its hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to his office as shall be required by the members.

The members may provide for the appointment of such additional officers as they may deem in the best interest of the corporation.

Whenever the members may so order any two offices, the duties of which do not conflict, may be held by one person, except for the offices of president and secretary.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the members, or as may be prescribed from time to time by the by-laws.

ARTICLE SEVEN

ELECTION OF OFFICERS

The officers shall be elected by the members, as provided for in the by-laws.

ARTICLE EIGHT

MEMBERSHIP REQUIREMENTS

The method and conditions on which members shall be accepted and discharged or expelled shall be as set forth in the by-laws.

ARTICLE NINE

AMENDMENTS

These articles may be amended in the manner provided by statute at the time of amendment.

ARTICLE TEN

INCORPORATORS

The names and residences of the persons forming this corporation are as follows:

NAME

ADDRESS

Jack Chamberlain

P.O. Box 187
Worley, ID 83876

Jim Shubert

431 10th St.
St. Maries, ID 83861

Arlo Slack

1806 Main Avenue
St. Maries, ID 83861

ARTICLE ELEVEN

INITIAL REGISTERED OFFICE AND AGENT

The address of the corporation's initial registered office in the state of Idaho is 1806 Main Avenue, City of St. Maries, County of Benewah; and the name of the initial registered agent at such address is Arlo Slack.

ARTICLE TWELVE

COMPENSATION FOR SERVICES RENDERED

No part of the net earnings of the corporation shall inure to the benefit or be distributable to its members, directors, officers or other private persons except that, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the corporation in carrying out one or more of its purposes.

ARTICLE THIRTEEN

LIMITATION ON MEMBER'S LIABILITY

The private property of the members of this corporation shall not be liable for its corporate debts.

Date: 6/6/88

Jack Chamberlain

James Shubert

Arlo Slack