

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

POTLATCH PONDEROSA SENIORS, 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 \_\_\_\_\_

POTLATCH PONDEROSA SENIORS, 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 December 19, 19 90.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*Elizabeth M. Zavala*  
Corporation Clerk

RECEIVED  
SEC. OF STATE

90 DEC 19 AM 8 41 ARTICLES OF INCORPORATION  
OF

POTLATCH PONDEROSA SENIORS, INC.

KNOW ALL MEN BY THESE PRESENT, that we, the undersigned citizens of the United States and of lawful age, have today voluntarily associated ourselves for the purpose of forming a non-profit, corporate association under the provision of Chapter 10, Title 30, Idaho Code, and all other laws of the State of Idaho pertaining thereto, and we hereby certify as follows:

ARTICLE I

The name of the corporation shall be: POTLATCH PONDEROSA SENIORS, INC.

ARTICLE II

The purpose of the corporation shall be:

A. This corporation is organized for charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. To establish and provide responsible services, such as Nutrition, Transportation, Social Activities, Referrals to other Social Services (Housing, Health, Homemaker, Social and Rehabilitation Services, Social Security, Legal Aid) to the aged (60 years old and over) citizens of Potlatch and surrounding areas.

C. To receive donations and contributions from any person, firm, corporation, government agency, or other source to carry out the purpose of this corporation.

D. To apply for and receive grants, matching funds, and other assistance from any agency of the State and Federal Government.

E. To acquire title and hold title to such real and personal property as may be necessary or desirable to carry out its purpose, and to manage and operate any real or personal property given and devised to or acquired by the corporation.

F. To do any and all things convenient and incidental to the purpose of the corporation and generally to have and to exercise all such powers as are by law conferred upon such corporations of like character.

G. And in carrying out the purpose of the corporation, to do any and all things and exercise any and all powers not prohibited by law, but not for monetary profit.

ARTICLE III

The period of existence and the duration of the life of this corporation shall be perpetual.

ARTICLE IV

No part of the net earnings of this association shall inure to the benefit of any private shareholder or individual.

#### ARTICLE V

The association shall not participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

#### ARTICLE VI

The association is not organized for profit but is operated exclusively for charitable, education and recreational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code.

#### ARTICLE VII

Membership of the corporation shall be open to any person aged sixty (60) years or older and as otherwise provided for in the By-Laws of this corporation.

#### ARTICLE VIII

The rights and interests of all members of this association shall be equal and no member can have or acquire a greater interest herein than any other member.

#### ARTICLE IX

The number of directors of this corporation shall be eight (8) members. The additional qualifications, the terms of office, manner of election, time and place of calling meetings, and the powers and duties of the directors shall be prescribed in the By-Laws of this corporation. Except as otherwise provided in the Articles of Incorporation or By-Laws, the Board of Directors shall have power to conduct all the affairs of the corporation.

#### ARTICLE X

The officers of this Corporation shall be a Chairperson, Vice Chairperson, Secretary, and Treasurer. The duties and powers of the officers shall be set forth in the By-Laws.

#### ARTICLE XI

An annual meeting of the membership of the Corporation shall be held upon a date provided for in the By-Laws of the Corporation.

#### ARTICLE XII

The Articles of Incorporation may be amended by proposing the change to a special or regular meeting of the Board of Directors called for that purpose or announced at least 30 days before a vote of consideration of the amendment is taken. Amendments require a two-thirds majority vote of the membership.

#### ARTICLE XIII

Upon winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which has established its exempt status under Section 501 (c)(3) of the Internal Revenue Code.

#### ARTICLE XIV

The registered office of this Corporation shall be Hilda M. Owens, Route 1 Box 72, Potlatch, Idaho 83855.

#### INITIAL DIRECTORS

Hilda M. Owens- Route 1 Box 72, Potlatch, Idaho 83855  
Elaine Owens- Route 1 Box 24, Princeton, Idaho 83857  
Una Stockwell- P O Box 461, Potlatch, Idaho 83855  
Lillian R Thompson- P O Box 102, Potlatch, Idaho 83855  
Calvin J. Ochszner- P O Box 474, Potlatch, Idaho 83855  
Jean Ochszner- P O Box 474, Potlatch, Idaho 83855  
William A. Petrie- Box 432, Potlatch, Idaho 83855  
Irene Ackerman- P O Box 374, Potlatch, Idaho 83855  
Ottie Hash- P O Box 3, Princeton, Idaho 83857  
Ruby Thomas- Route 1 Box 4, Princeton, Idaho 83857

#### ARTICLE XV

Hilda M. Owens Hilda M. Owens  
Elaine Owens Elaine Owens  
Una Stockwell Una Stockwell  
Lillian R Thompson Lillian R. Thompson  
Calvin J. Ochszner Calvin J. Ochszner  
Jean Ochszner Jean Ochszner  
William A. Petrie William A. Petrie  
Irene Ackerman Irene Ackerman  
Ottie Hash Ottie V. Hash  
Ruby Thomas Ruby Thomas  
Wilbur Owens