

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

EASTERN IDAHO SPORTS CAR CLUB, INC.

was filed in the office of the Secretary of State on the **Fifteenth** day of **May** A. D. One Thousand Nine Hundred **Sixty-one** and is duly recorded on Film No. **114** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Idaho Falls** in the County of **Bonneville,** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, 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 **15th** day of **May**, A.D., 19 **61**.

Secretary of State.

ARTICLES OF INCORPORATION
OF THE
EASTERN IDAHO SPORTS CAR CLUB, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, citizens and residents of the United States of America, and each over the age of twenty-one years, do by these presents voluntarily associate ourselves together for the purpose of forming a non-profit cooperative association under the provisions of the Non-profit Cooperative Associations Act, Chapter 10 of Title 30 of the Idaho Code, and all laws amendatory thereof and supplemental thereto, do hereby make, sign, acknowledge, certify and file this certificate and articles of incorporation for that purpose, as follows:

ARTICLE I.

The name of this corporation shall be and is the Eastern Idaho Sports Car Club, Incorporated.

ARTICLE II.

The purpose of the Club shall be to encourage the preservation, ownership and operation of Sports Cars, to act as a source of technical information, to establish rules and regulations covering all activities of the Club, to provide and regulate events and exhibitions for Sports Cars and their owners, to encourage careful and skillful driving on the public highways, and to own real and personal property, as incidental to the foregoing purposes.

The corporation may construct, purchase and lease as lessee, or otherwise acquire, and to improve, expand, install, maintain, and operate, and to sell, assign, convey, lease as lessor, manage, pledge, mortgage or otherwise dispose of, or encumber, facilities, improvements, lands, buildings, structures, plants and equipment, and any other real or personal property, tangible or intangible, which shall be deemed necessary, convenient or appropriate, to enable it to pursue the objectives and purposes heretofore set forth in this article.

ARTICLE III.

The term of existence of this cooperative shall be perpetual.

ARTICLE IV.

SECTION 1. The location of the Corporation's office in this state is Idaho Falls, Bonneville County, Idaho. The Corporation may also maintain offices at such other place or places in the State of Idaho, and the United States, as the board of directors may, from time to time, decide. The Post Office address of the registered office shall be Box 2034 Idaho Falls, Idaho.

SECTION 2. The operation and business of this corporation shall be carried on principally in the County of Bonneville, in the State of Idaho and in other states of the United States as the board of directors may from time to time decide.

ARTICLE V.

The Corporation shall be organized on a membership basis, without capital stock, and shall at all times be operated on a mutual, cooperative, non-profit basis. Each member shall be entitled to only one vote at each meeting of the ~~members~~ members upon each matter submitted to a vote. All questions shall be decided by a vote of the majority of members voting thereon, as provided by law, the articles of incorporation and the by-laws.

ARTICLE VI.

The management of this Corporation shall be vested in a board of directors of not less than five or more than nine directors, as may be fixed by the by-laws. The directors shall be elected at the annual meeting of the members as provided in the by-laws, and in the manner and the method therein provided.

ARTICLE VII.

The meetings of the board of directors may be held at the principal office of the Corporation in this State, or at such other place or places within or without this State, for the transaction of any business of the Corporation as the directors may, by resolution, provide. A majority of the board of directors shall constitute a quorum, provided, that if less than such majority of the directors

be present at said meeting, a majority of the directors present may adjourn the meeting from time to time; and provided further, that the Secretary shall notify any absent directors of the time and place of such adjourned meeting. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the board. At least one member of the Board of Directors shall be resident of the State of Idaho.

ARTICLE VIII.

The name and the Post Office address of each of the incorporators is as follows:

<u>Name</u>	<u>Post Office Address</u>
J. LaVar Welker	1310 Bower Drive Idaho Falls, Idaho
A. Peter Hamilton	650 Tenth Street Idaho Falls, Idaho
Donald R. Foote	390 West 15th Idaho Falls, Idaho
Donald K. Aupperle	Park Road Idaho Falls, Idaho
Richard B. O'Brien	771 Skyline Drive Idaho Falls, Idaho

ARTICLE IX.

The members shall not be individually liable for the debts of the Corporation.

ARTICLE X.

The Corporation may amend, alter, add to, change or repeal any provision contained in these articles of incorporation in the manner provided by law.

IN WITNESS WHEREOF, We as incorporators and each of us having filed an application for membership, have hereunto set our hands and seals this 11th day of May, 1961.

<u>Name</u>	<u>Post Office Address</u>
<u>J. LaVar Welker</u> (Seal)	<u>1310 Bower Drive</u>
<u>A. Peter Hamilton</u> (Seal)	<u>650 Tenth Street</u>
<u>Donald R. Foote</u> (Seal)	<u>390 West 15th</u>
<u>Donald K. Aupperle</u> (Seal)	<u>Park Rd Rt 4</u>
<u>Richard B. O'Brien</u> (Seal)	<u>771 Skyline Drive</u>

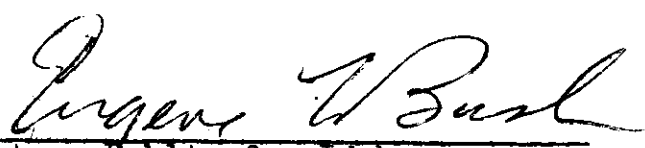
Signed and Sealed in the presence of:

Virginia S. Welker
George W. Riley

STATE OF IDAHO)
 : ss.
County of Bonneville)

On this 11th day of May, 1961, before me, the undersigned, a notary public in and for the State of Idaho, personally appeared J. LaVar Welker, A. Peter Hamilton, Donald R. Foote, Donald K. Aupperle, and Richard B. O'Brien, known to me to be the persons whose names are subscribed to the within and foregoing Certificate and Articles of Incorporation and acknowledged to me that they executed the same as their free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and the year in this certificate first above written.



Notary Public for Idaho
Residing at Idaho Falls, Idaho.
Commission expires: