



CERTIFICATE OF INCORPORATION
OF

ALL IDAHO INDIAN EXPO, 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 _____

ALL IDAHO INDIAN EXPO, 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 March 7, 19 89



Pete T. Cenarrusa
SECRETARY OF STATE

[Signature]
Corporation Clerk

MAR 7 4 56 PM '89

ARTICLES OF INCORPORATION SECRETARY OF STATE

OF

ALL IDAHO INDIAN EXPO, INC.

KNOW ALL MEN BY THESE PRESENTS that these Articles of Incorporation have been executed by the undersigned for the purpose of forming a nonprofit corporation in the State of Idaho under the Idaho Nonprofit Corporation Act (§ 30-301-329, Idaho Code).

ARTICLE I

Name

The name of the corporation is ALL IDAHO INDIAN EXPO, INC.

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purposes

The purposes for which the corporation is organized are to organize, sponsor and conduct what shall be known as the All Idaho Indian Expo to take place at the Western Idaho Fairgrounds, Garden City, Idaho, during July of 1990, and, in connection therewith, to enter into any lawful transactions for which corporations may be incorporated under the Idaho Nonprofit Corporation Act, including:

1. To receive, administer and disburse funds for tax exempt charitable, scientific, literary and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of the United States as it now exists and as hereafter amended, so as to provide an educational format for

the promotion and development of Indian tribal history and heritage in the State of Idaho.

2. To cooperate with other organizations, agencies, and authorities engaged in furthering the foregoing or similar objectives.

3. To provide for the internal operation and business mechanics of this corporation.

4. To have one or more offices to carry on all or any part of its operations and business, and to do all and everything necessary, suitable, desirable, and proper for the accomplishment of any of its purposes, or the attainment of any one or more of the objects herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation or which now or hereafter may be authorized by law, and this to the same extent and as fully as natural persons might or could do, either alone or in connection with any person, firm, or corporation.

5. The foregoing clauses are to be construed both as objects and powers and it is hereby expressly provided that enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation; provided, however, that nothing contained herein shall be deemed to authorize or permit the corporation to do any act, carry on any business, or exercise any power which a corporation formed under the nonprofit cooperative association act, hereinbefore referred to, or any amendment thereof or supplement thereto or substitute therefor, may not at the time lawfully carry on or do.

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

corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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 (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 a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954.

ARTICLE IV

Members

The Corporation shall have one class of members. Each of the recognized Idaho Indian tribes shall appoint annually up to four individuals as members of the Corporation, and the Idaho Indian tribes shall appoint together two additional at-large members.

ARTICLE V

Registered Office and Agent

The registered office of the Corporation is c/o Idaho Centennial Commission, 217 W. State Street, Boise, Idaho, 83702. The registered agent at that address is ERNIE STENSGAR.

ARTICLE VI

Directors

The initial Board of Directors shall consist of five (5) Directors who shall serve for a term of one year. Thereafter, the Directors shall be appointed in the manner and for the

terms provided in the Bylaws of the corporation. The initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
ERNIE STENSGAR	Coeur d'Alene Tribe Plummer, ID 83851
DELBERT FARMER	Shoshone Bannock Tribe P.O. Box 306 Fort Hall, ID 83203
V. MAE TAYLOR	Nez Perce Tribe P.O. Box 187 Lapwai, ID 83540
ARTHUR MANNING	Shoshone-Painte Tribe Rec Hall, Box 489 Owyhee, NV 89832
VELMA BAHE	Kootenai Tribe P.O. Box 1269 Bonners Ferry, ID 83805

ARTICLE VII

Incorporator

The name and address of each Incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
BRIAN F. McCOLL	Suite 1100, Idaho First Plaza 101 S. Capitol Blvd. Boise, Idaho 83702

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 7th day of March, 1989.


BRIAN F. McCOLL