



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

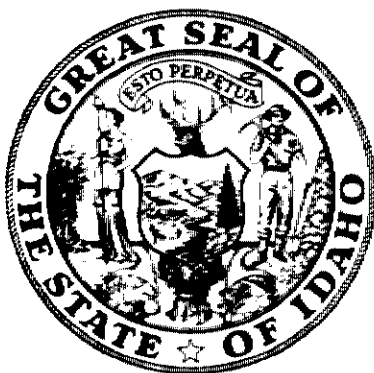
GARDEN VALLEY SENIORS, INC.

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 GARDEN VALLEY
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 November 20, 19 87



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra M. Mauter

Corporation Clerk

ARTICLES OF INCORPORATION
OF
GARDEN VALLEY SENIORS, INC.

Nov 20 10 49 AM '87
SECRETARY OF STATE

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, cooperative 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: Garden Valley Seniors, Inc.

ARTICLE II

The purpose of this corporation shall be:

- A. 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 Garden Valley, Idaho and surrounding area.
- B. To receive donations and contributions from any person, firms, corporation, government agency, or other source to carry out the purpose of this corporation.
- C. To apply for and receive grants, matching funds and other assistance from any agency of the State and Federal government.
- D. 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.
- E. 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 corporation of like character.
- F. 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 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

These Articles of Incorporation may be amended only by a two-thirds vote of the members.

ARTICLE XIII

Upon the 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 Rolla Briggs, Garden Valley Seniors, Inc., Box 82, Garden Valley, Idaho 83622.

INITIAL DIRECTORS

Olive Huston - Box 75, Garden Valley, ID 83622

Rolla Briggs - HC 76, Box 2403, Garden Valley, ID 83622

Emily Rose - General Delivery, Garden Valley, ID 83622

Kent Barber - HC 76, Box 2567, Garden Valley, ID 83622

Lon Jarvis - HC 76, Box 4213, Garden Valley, ID 83622

Elzie Yensen - Box 12, Garden Valley, ID 83622

George Hawker - HC 76, Box 4057, Garden Valley, ID 83622

of James E. Riley
Beverly Riley - HC 76, Box 2370, Garden Valley, ID 83622

Della Moore - HC 76, Box 2751, Garden Valley, ID 83622

Ray Huston - Box 75, Garden Valley, ID 83622

Jack Peterson - HC 76, Box 2384, Garden Valley, ID 83622

Jennie Rowe - HC 76, Box 2407, Garden Valley, ID 83622

Nellie Murray - HC 76, Box 2470, Garden Valley, ID 83622

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 this 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 therein than any other member.

ARTICLE IX

The number of directors of this corporation shall be thirteen (13) 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 XV

Olive Huston Olive Huston
 Rolla Briggs Rolla Briggs
 Emily Rose Emily Rose
 Kent Barber Kent Barber
 Lon Jarvis Lon Jarvis
 Elzie Yensen Elzie Yensen
 George Hawker George Hawker
^{at} ~~BK~~ JAMES E. Beverly Riley James E. Riley
 Della Moore Della Moore
 Ray Huston Ray Huston
 Jack Peterson Jack Peterson
 Jennie Rowe Jennie Rowe
 Nellie Murray Nellie Murray

STATE OF IDAHO)
 : SS.
 COUNTY OF BOISE)

On this 11th day of NOVEMBER, 1987, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared the above persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

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

Ardie Briggs
 NOTARY PUBLIC of Idaho,
 residing at Garden Valley, Idaho