

95642-6433

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

HARRISON CHAMBER OF COMMERCE, INC.

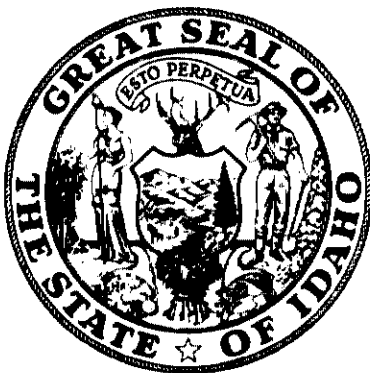
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

HARRISON CHAMBER OF COMMERCE, 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 June 27, 19 91.



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala
Corporation Clerk

Articles of Incorporation
of the
Harrison Chamber of Commerce,
Inc

RECEIVED
SEC. OF STATE

31 JUN 27 AM 8 34

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, each of whom is a natural person and a citizen of the United States of America, all being of lawful age twenty-one (21), and each of whom is a member of the HARRISON CHAMBER OF COMMERCE, an unincorporated association, do hereby associate ourselves together for the purpose of forming, and do hereby form, a non-profit corporation under Title 30, Chapter 3, Idaho Code, governing non-profit cooperative associations, and we do hereby set forth, declare and adopt Articles of Incorporation as follows:

I.

The name of this corporation shall be the Harrison Chamber of Commerce, Inc.

II.

The location and post office address of the registered office of the corporation within this state shall be P.O. Box 222, Harrison Senior Citizen's Center, the City of Harrison, County of Kootenai, 83833 and the initial registered agent at such address is John Gish.

III.

The term of existence of this corporation shall be perpetual.

IV.

This corporation does not contemplate pecuniary gain or profit to the members thereof and the purpose for which this corporation is formed is not for profit.

V.

The corporation shall have members, but the management of the affairs of the corporation shall be vested in the board of directors.

VI.

The purpose of the organization shall be the advancement of the civic, commercial, industrial and agricultural interests of the City of Harrison, Idaho, and the surrounding territory.

To manage and conduct entertainment, amusements, diversions, excursions, athletic contests and social meetings for its members, their relatives or friends; to sponsor, promote, engage in and conduct entertainments, athletic contests, amusements, excursions, shows, projects and diversions to defray the costs and expenses of this corporation and its undertakings.

To borrow money without limit as to amount for any purpose or purposes of this corporation, whether secured or unsecured, and to make, execute, issue and deliver therefor notes, bonds, debentures, trust deeds, or other evidence of indebtedness of any kind or kinds whatever, and to secure the payment of the same by mortgage, trust deed, pledge or otherwise upon any or all property, real or personal, belonging to or owned by this corporation, at the time of giving such security, or to be acquired by it subsequent thereto.

To lease, purchase, or otherwise secure, acquire, own, hold, manage, use, operate, sell, transfer and convey such real and personal, or real or personal, property as may be necessary, expedient, proper or appropriate to the carrying out of the purposes herein mentioned; to build, construct, erect or otherwise acquire such buildings, memorials, club houses and other structures as may be necessary, expedient, proper or appropriate to the carrying out of the purposes of this corporation, and to lease, purchase or otherwise acquire, hold, own, use, manage, operate, sell, transfer and convey any or all such buildings, memorials, club houses and other structures; to take and receive donations of real and personal, or real or personal, property by gift, grant, devise, bequest, or otherwise, and to own, hold, manage, lease, use, operate, sell, transfer and convey any or all of such property.

To do each and every thing essential, necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear necessary to, conducive to or expedient for the accomplishment of any of the purposes herein set forth or for the protection, extension, development or benefit of this corporation, or any of its property.

It is hereby expressly provided that the enumeration of purposes herein set forth shall not be held to limit or restrict in any manner the general powers of this corporation.

VII.

There shall be five (5) directors on the initial board of directors of this corporation. The directors who will manage the affairs of the corporation until their successors have been duly selected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John Gish	P.O. Box 10 Harrison, ID 83833
Deby Nickolaus	P.O. Box 172 Harrison, ID 83833
Joan Cornell	P.O. Box 67 Harrison, ID 83833
Jim King	P.O. Box 285 Harrison, ID 83833
Glen Addington	P.O. Box 1 Harrison, ID 83833

VIII.

That the name of the incorporator of this non-profit corporation is John Gish whose address is P.O. Box 10, Harrison, ID 83833.

IX.

No part of the net earnings of the corporation shall inure to the benefit of 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 and to make payments and distributions in furtherance of the purposes set forth in Article VI hereof.

X.

The Board of Directors may, from time to time, authorize assessments to be levied on the members of the Corporation. The assessment amounts shall be payable at such times or intervals, and upon such notice, and by such methods, as the directors may prescribe.

XI.

Upon liquidation, dissolution or abandonment of the corporation for any purpose, the Board of Directors shall, after paying or making provisions for the payment of all of the lawful liabilities of the corporation, dispose of all of the remaining assets of the corporation to such eleemosynary non-profit

