

FILED EFFECTIVE

ORIGINAL

ARTICLES OF INCORPORATION  
OF  
FRIENDS OF RATHDRUM MOUNTAIN, INC.

2005 OCT 27 AM 8:32

The following Articles of Incorporation are hereby adopted pursuant to the Idaho Non-Profit Corporation Act.

ARTICLE I.

The name of this corporation is FRIENDS OF RATHDRUM MOUNTAIN, INC.

ARTICLE II.

This is a non-profit corporation with members.

ARTICLE III.

This corporation shall have perpetual duration.

ARTICLE IV.

Vision Statement:

It is the vision of the Friends of Rathdrum Mountain that the natural beauty and bountiful resources of the Rathdrum Mountain area be preserved for current and future generations.

*The friends of Rathdrum Mountain recognize that Rathdrum Mountain serves as a magnificent backdrop to the City of Rathdrum and is very much its defining physical attribute. It is one of the natural features that makes Rathdrum unique and contributes significantly to the "Quality of Life" of those who choose to live and work in this area. The Friends also recognize that the Rathdrum Mountain area is a gateway to thousands of acres beyond our view, but still in our backyard and abundant with wildlife. For these reasons, the Friends have developed the following Primary Vision Elements as core concerns....*

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Primary Vision Elements:

1. For the City's property...
  - a. To protect it from development and sale,
  - b. To restore degraded and damaged areas,
  - c. To regulate and enforce unauthorized uses, and
  - d. To continue forest management practices to maximize its health.
2. For neighboring properties...
  - a. To establish conservation easements,
  - b. To maintain or restore forest health, and
  - c. To afford recreational opportunities for the community

ARTICLE V.

This organization is organized exclusively for charitable and educational purposes within the meaning of Section 501 ( c ) (3) of the Internal Revenue Code. These purposes include the following:

1. Develop and execute short and long term plans that define the incremental steps necessary to achieve our Primary Vision Elements,
2. Seek support from existing public and private organizations,
3. Foster the participation of special interest groups and the community at large,
4. Promote continuous progress.
5. Provide information to the community to increase their awareness of our efforts and of the importance of being proactive in the preservation of the Rathdrum Mountain area.
6. To undertake and conduct any other community non-profit activity for the benefit of Rathdrum Mountain.

## ARTICLE VI.

The names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are as follows:

### Name and Address

Wesley M. Du Charme	8119 W. Post Street Rathdrum, ID 83858
George A. Holcombe	15135 N. McCartney St Rathdrum, ID 83858
James Ochenkoski	17108 N. Circle 'S' Trail Rathdrum, ID 83858
Deasa Stein	P.O. Box 165 Rathdrum, ID 83858
John Sytle	8626 W. Sylte Ranch Road Rathdrum, ID 83858

## ARTICLE VII.

The street address of the initial registered office and the initial registered agent is:

Wesley M. Du Charme  
8119 West Post Street  
Rathdrum, ID 83858

Wesley M. Du Charme is also the incorporator of Friends of Rathdrum Mountain, Inc.

## ARTICLE VIII.

This is a membership corporation and the management of its affairs is vested in the members as provided by Idaho Code §§30-3-11 and 3-3-17. The membership fees and conditions shall be established by the By-Laws.

## ARTICLE IX.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the corporation shall have the power to make reimbursement for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article IV hereof.

## ARTICLE X.

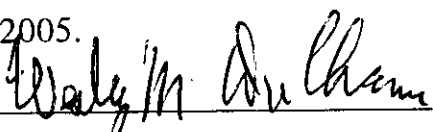
Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as a exempt organization or organizations under Section 501 ( c ) (3) of the Internal Revenue Code of 1954, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE XI.

The corporation shall have the following powers:

1. To sue and be sued before competent tribunals at the will of the directors or membership.
2. To own, buy, sell, lease, assign, mortgage, hypothecate and by all lawful acts, deal in real and personal property, including the erection and maintenance of buildings and the obtaining of personal property which would further the interests of the corporation.
3. To establish bank accounts, charge dues and fees, solicit money, engage in non-profit enterprises, raise money, hire and fire employees, make loans, acquire loans, and engage in any enterprises connected to the purpose herein established in any lawful way, so long as the same are of a non-profit nature.
4. To join or merge with any other group, firm association or corporation, non-profit in nature, whose purposes are not in conflict with those herein stated.

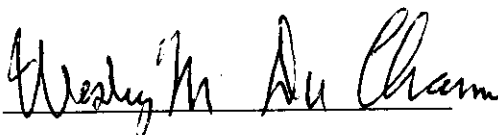
Dated this 21st day of October, 2005.

  
Wesley M. Du Charme

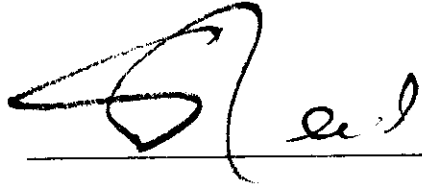
STATE OF IDAHO           )  
                                  ss:  
County of Kootenai       )

Wesley M. Du Charme, being first duly sworn, on oath deposes and states:

I have read the foregoing and the same is true and correct to the best of my knowledge and belief.

  
Wesley M. Du Charme

SUBSCRIBED AND SWORN to before me this 21<sup>st</sup> day of October,  
2005.



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Notary Public for Idaho

Residing at Coeur d'Alene

My Commission Expires: 7/31/2009

