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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF THE IDAHO BUSINESS COUNCIL, INC.

The undersigned, acting as an incorporator of a corporation under the law of Idaho adopt the following articles of incorporation for such corporation:

ARTICLE ONE. NAME

The name of the corporation is The Idaho Business Council, Inc.

ARTICLE TWO. SPECIFIC AND GENERAL PURPOSES

The corporation is a nonprofit corporation. The purposes for which the corporation is organized are:

A. The specific and primary purposes for which this corporation is formed are to operate for the advancement education and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for the compilation, review, and dissemination of education materials, research, data, and other information relating to issues and concerns pertaining to the business and economic climate and condition in Idaho.

B. The general purposes for which this corporation is formed are to operate exclusively for such educational purposes as will qualify it as an exempt organization under 26 U.S.C.A. § 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

C. This corporation shall not, as a substantial part of its activities, attempt to influence legislation by means of lobbying; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE THREE. DURATION

The corporation shall have perpetual duration.

ARTICLE FOUR. REGISTERED OFFICE; REGISTERED AGENT

The street address of the initial registered office of the corporation is 660 E. Franklin Road, Suite 110, Meridian, Idaho 83642. The name of its initial registered agent at such address is James F. Jacobson.

ARTICLE FIVE. DIRECTORS

The powers of this corporation shall be exercised and its affairs conducted by a board of directors. The number of directors of the corporation shall be twelve (12); provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named in this certificate of incorporation as the first board of directors shall hold office until two years after the first meeting of the board of directors at which time an election of directors shall be held.

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Directors elected at the subsequent annual meetings of the board, and at all later times, shall serve for a term of two (2) years or until the qualification of the successors in office. Annual meetings shall be held at in Boise, Idaho no later than thirty (30) days from the conclusion of the annual legislative research, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation of this corporation authorize the board of directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial directors are as follows and has heretofore named in the Bylaws:

Name	Address
Jared Bauer	12160 N. Upper Ridge Pl, Boise, ID 83714
Jenni Herberg	1452 Weiser River Rd, Weiser, ID 83472
James Jacobson	660 E. Franklin Rd, St. 110, Meridian, ID 83642

ARTICLE SIX. INCORPORATORS

The names and street addresses of each incorporator are as follows:

Name	Address
Jared Bauer	12160 N. Upper Ridge Pl, Boise, ID 83714
Jenni Herberg	1452 Weiser River Rd, Weiser, ID 83472
James Jacobson	660 E. Franklin Rd, St. 110, Meridian, ID 83642

ARTICLE SEVEN. OFFICERS

The initial officers of the corporation shall be those persons designated below and as heretofore named in the Bylaws. Initially, such officers shall serve, with compensation, for a fixed term of three (3) years. Thereafter, the board shall have power to elect officers as the bylaws of this corporation may authorize and to elect and appoint such other officers as the bylaws of this corporation may authorize.

Name	Address
Jared Bower	12160 N. Upper Ridge Pl, Boise, ID 83714
Jenni Herberg	1452 Weiser River Rd, Weiser, ID 83472

ARTICLE NINE. VOTING MEMBERS

The corporation does not have voting members.

ARTICLE EIGHT. MODIFICATION OF BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the laws of Idaho, the bylaws of this corporation may be made, altered, or rescinded, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

ARTICLE NINE. DEDICATION OF PROPERTY

The property of this corporation is irrevocably dedicated to charitable and/or educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member of this corporation, or to the benefit of any private individual.

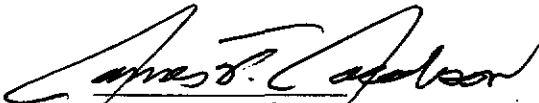
ARTICLE TEN. DISTRIBUTION ON DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for religious, educational, or charitable purposes and which has established its tax exempt status under § 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE ELEVEN. AMENDMENT

Amendments to these articles of incorporation may be proposed by a resolution adopted by unanimous vote of the board of directors and officers.

The undersigned, being one of the incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of Idaho, have executed these articles of incorporation on August 18, 2011.


James F. Jacobson