

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

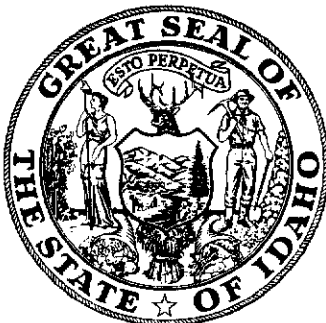
MERIDIAN POLICE ASSOCIATION, INC.

File number C 113652

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 MERIDIAN POLICE ASSOCIATION, 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: February 5, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Siebel*

ARTICLES OF INCORPORATION
MERIDIAN POLICE ASSOCIATION

I. NAME

The name of this corporation shall be Meridian Police Association, Inc.

II. PURPOSE

The purposes for which this corporation is formed are:

- (a) The primary purpose is to form an association of law enforcement employees, pledge ourselves to a positive improvement in the general welfare of all enforcement employees, their families, and dependents.
- (b) The general purposes and powers are to have and exercise all rights and the powers conformed on non-profit corporations under the laws of Idaho including the power to contact, rent, buy or sell personal or real property, provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.
- (c) The corporation shall not participate to intervene in any political campaign (including the publishing or distribution or statements) on behalf of any candidate for public office.
- (d) No part of the net earnings of the corporation shall invest to the benefit of, or be distributable to it's members, trustees, officers, or other private persons, except that the corporation shall be authorized, empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation as set forth in these Articles of Incorporation;
- (e) To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

SECRETARY OF STATE
STATE CLERK

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III. ORGANIZATION

This Association is organized pursuant to the General Non-Profit Corporation Law of the State of Idaho and does not contemplate pecuniary gain or profit to the members thereof and it its organized for non-profit purposes.

IV. PRINCIPAL OFFICE

The county in this state where the principal office for the transaction of the business of the corporation is located in Ada County. Meridian Police Association mailing address is 6203 E. Willow, Nampa, Idaho 83687. Registered Agent, Candy Tipton.

V. DIRECTORS

The general management of the affairs of this association shall be under the control, supervision and direction of the Board of Directors. The names and addresses of persons who are to act in the capacity of Directors until the selection of their successors are:

John Overton, President, 2925 Commanche, Nampa 83686

Paul Carrera, Vice President, 6224 W. State, Star 83628

Candy Tipton, Secretary/Treasurer, 6203 E. Willow, Nampa 83687

The number of Directors may be fixed or changed from time to time by amendment of the Articles of Incorporation, or by amendment of the By-Laws of this association adopted by the vote or written assent of the members of the corporation entitled to exercise a majority of the voting power, or the vote of a majority of a quorum at a meeting of the members called pursuant to the By-Laws.

VI. MEMBERS

The authorized number and qualifications of members of this corporation, the difference in classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be as set forth from time to time in the By-Laws of this corporation.

VII. INCOME FROM PUBLIC EVENTS

If this corporation holds any events to which members of the general public are invited to observe or participate in for a fee, the income from the general public, less a proportional share of the expenses which will not benefit members, will be paid over to an organization which is exempt from income tax under Section 501 (c) (3) of the Internal Revenue Code on an annual basis.

VIII. DISTRIBUTION OF INCOME AND PROHIBITED ACTIVITIES:

Notwithstanding any other provision in these Articles of Incorporation, the corporation shall be subject to the following limitations and restrictions.

- (a) The corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.
- (b) The corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.
- (c) The corporation shall not make any investments in such a manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
- (d) The corporation shall not make any taxable expenditure as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal tax laws.

IX. DISSOLUTION

The property of this corporation is irrevocably dedicated to the Meridian Police Association and it's purposes as set out in Article II hereof and no part of the net income or assets of this organization shall ever insure to the benefit of any Director, officer, or member thereof or to the benefit of any private individual. Upon the dissolution of the corporation, its assets remaining after payment of, or provision for payment, of all debts and liabilities of this corporation, shall be distributed

to a non-profit fund, foundation or corporation which is organized and operated for the specific and primary purposes of improvement and welfare of enforcement employees, their families and dependents, and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code. If this corporation holds any assets in trust, or a corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of Superior Court of the County in which the corporation has its principal office, upon petition thereof by the Attorney General or by a person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

IN WITNESS WHEREOF, we, the undersigned, being the persons named above as the first Directors of the Meridian Police Association, have executed these Articles of Incorporation the dates as indicated below, at Meridian, Idaho.

DATED: 2-2-96

John Overton

DATED: 2-2-96

Paul Carrera

DATED: 2-2-96

Candy Tipton

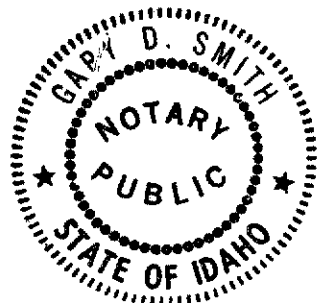
STATE OF IDAHO

)ss.

COUNTY OF ADA

On the dates indicated above, in the year one thousand nine hundred and ninety-six, before me, a Notary Public, State of Idaho, duly commissioned and sworn, personally appeared John Overton, Paul Carrera and Candy Tipton known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed same.

IN WITNESS WHEREOF, I have hereunto set my hands and affixed my official seal in the County of Ada on this 2nd day of February, 1996.



Gary D Smith

Commission Expires 10-27-98