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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

INTERMOUNTAIN PARALEGAL ASSOCIATION, 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 INTERMOUNTAIN PARALEGAL 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: January 31, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Belmes*

ARTICLES OF INCORPORATION
OF
INTERMOUNTAIN PARALEGAL ASSOCIATION, INC.

RECEIVED
SEC. OF STATE
KNOW ALL MEN BY THESE PRESENTS:

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We, the undersigned, each being full age of majority, residents of the State of Idaho, and citizens of the United States, in order to form a corporation for the purposes hereinafter stated, do, under and by virtue of the general laws of the State of Idaho authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a NON-PROFIT corporation, and do hereby certify as follows:

Article I.

The name of the corporation shall be:

INTERMOUNTAIN PARALEGAL ASSOCIATION, INC.

Article II.

The corporation shall have perpetual existence.

Article III.

This corporation is organized as a non-profit corporation, exclusively for charitable, cultural, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as the same may be from time to time amended.

A. The primary activity of the corporation shall be to bring together paralegals to promote common goals, education, and training, in furtherance of paralegalism as a profession.

B. The purpose of this organization and the above activities shall be to promote recognition of the paralegal profession; to encourage and promote a high level of professional achievement, responsibility, and adherence to a code of ethics by its members; and to promote cooperation between paralegals, members of the Idaho Bar, and other members of the legal community to meet needs and responsibilities of its members with respect to their profession. Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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Article IV.

In order to accomplish its objective, the corporation shall have the following powers, which shall be deemed to be in furtherance and not a limitation of the general powers conferred upon educational and charitable corporations under the laws of the State of Idaho:

A. To receive, acquire, hold, own, make, administer, invest and reinvest any and all monies, securities, evidences of indebtedness or other property, real or personal, as may from time to time be given, sold, transferred, rented, conveyed or assigned it by any person, firm, committee, association or corporation; to take by devise or bequest or otherwise, within the limitations provided by law, any and all property heretofore or hereafter devised or bequeathed by will or otherwise, or in any manner granted or conveyed to it; to exercise, in respect to any and all such property, any and all right, powers, and privileges of individual ownership; from time to time to pay, apply, or otherwise utilize any principal and income thereof but only for the purposes for which the corporation is formed.

B. To purchase, or otherwise acquire, hold, lease, convey, mortgage or otherwise dispose of real and personal property or interest therein.

C. To cooperate with or engage the service of any person, firm, association, corporation, government, or public agency, which may assist in carrying out the corporate purposes and in furtherance of such purposes to give financial or other voluntary assistance thereto.

D. To enter into affiliations, contracts, agreements, undertakings or otherwise within the limitations provided by law.

Article V.

The location and mailing address of the registered office of this corporation and the place where the principal business of this corporation is to be transacted is 2043 East Center, Pocatello, Idaho, (mailing address P.O. Box 6099, Pocatello, ID 83205.) The initial registered agent for the corporation shall be Darcy L. Taylor, whose registered office and mailing address is the same as that of the corporation.

Article VI.

The number, qualifications, terms of office, manner of election and powers and duties of officers, committee chairmen or directors shall be fixed and may be altered from time to time as may be provided in the By-Laws. Names and addresses of initial officers and organizers of the corporation, who shall serve until the first election, are the same as that of the incorporators in Article VIII herein.

Article VII.

The corporation is not organized for pecuniary profit; it shall not have any power to issue certificates of stock or declare dividends. It shall be organized upon a non-stock certificate of membership or enrollment register basis. Internal affairs of the corporation shall be regulated by the By-Laws. No part of the retained earnings, monies or other assets of the corporation shall inure to the benefit of or be distributable to any members, director, officer or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments or distributions in the furtherance of the purposes of the organization. Upon the dissolution of the corporation, the 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 by distributing them to a fund, foundation, or organization which is organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code.

Article VIII.

The names and addresses of the incorporators and organizers, who shall serve as the initial Board of Directors of the corporation until the election of their successors, are:

Darcy L. Taylor
P.O. Box 6009
Pocatello, ID 83205

Katre M. Holladay
P.O. Box 4154
Pocatello, ID 83205

Linda R. Payne
1626 Shasta
Pocatello, ID 83201

DeeAnn Transtrum
8209 West Portneuf Rd.
Pocatello, ID 83204

Rayna Valentine
20 Orchard
Pocatello, ID 83204

Article IX.

The corporation shall be governed by the non-profit corporation laws of the State of Idaho. The management of the corporation is vested in its members pursuant to Section 30-314(c), Idaho Code. The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now, or hereafter, provided by law, and all rights conferred on members are granted subject to this reservation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 24th day of January, 1994.

Darcy L. Taylor
Darcy L. Taylor

Katrina M. Holladay
Katrina M. Holladay

Linda R. Payne
Linda R. Payne

Rayna Valentine
Rayna Valentine

Dee Ann Transtrum
DEE ANN TRANSTRUM

SUBSCRIBED AND SWORN TO before me this 24 day of
January, 1994.

Anna R. Stinner
NOTARY PUBLIC FOR IDAHO
Residing in Pocatello