



CERTIFICATE OF INCORPORATION  
OF

FRIENDS OF THE EAGLE PUBLIC LIBRARY, INC.

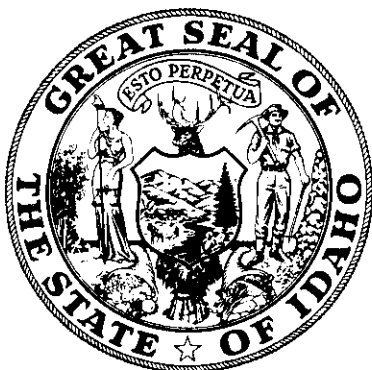
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

FRIENDS OF THE EAGLE PUBLIC LIBRARY, 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 September 23, 19 81.



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

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ARTICLES OF INCORPORATION  
SECRETARY OF  
STATE

FRIENDS OF THE EAGLE PUBLIC LIBRARY, INC.

We, the undersigned, all of whom are of full age and citizens of the United States of America, have this day voluntarily associated ourselves together and by these Articles of Incorporation have united for the purpose of forming a nonprofit corporation under the laws of the State of Idaho and particularly under the provisions of Title 30, Chapter 3, Idaho Code, Idaho Nonprofit Corporation Act, for the purposes herein after stated:

I.

That the name of this corporation shall be FRIENDS OF THE EAGLE PUBLIC LIBRARY, INC.

II.

That the term for which this corporation shall exist shall be in perpetuity.

III.

The street address of its registered office shall be:

Eagle Public Library, State Street, Eagle, Idaho 83616

The name of the registered agent of said nonprofit corporation shall be:

Ann Gallinger, Librarian, Eagle Public Library, PO Box 477, Eagle, Idaho 83616

The objects and purposes of this corporation shall be as follows:

1. To stimulate increased awareness and resulting use of the Eagle Public Library.
2. To stimulate increased financial support, public and private, of the Eagle Public Library.
3. To sponsor and stimulate volunteer services for the library.
4. To sponsor, coordinate and organize cultural and related programs for the community.
5. To generally engage in, promote, support, and carry on any and all activities of any kind or nature that are for the promotion of the library and betterment of the community.
6. To receive and maintain a cash fund and/or funds of real or personal property, subject to restrictions herein set forth and to use and apply the whole or any part of the income thereof and the principal thereof exclusively for library related purposes.

V.

The corporation shall have the following powers:

1. To accept, acquire, receive, take and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind or nature, or description and wherever situate and sell, convey and dispose of any such property of funds and to invest or re-invest the principal thereof in such manner as it may see fit and to deal with and expend the income therefrom or any principal for any of the purposes of the corporation without limitation, except such limitations, if any, as may be contained in any instrument under which any property is received and any limitations under the laws of the State of Idaho regulating the powers of nonprofit corporations.
2. To enter into contracts or obligations of any type of kind with any governmental agencies, private agencies, or parties, religious organizations, or any other organization, person, corporation or instrumentality whatsoever, essential, necessary or proper to the transaction of the ordinary affairs of the corporation, or for any of the purposes of said corporation.
3. To appoint agents, subagents and enter into all necessary contracts with agents and subagents.
4. To borrow money and otherwise incur indebtedness in the manner provided for in the bylaws of the corporation and to draw, make, accept, endorse, transfer, assign, guarantee, execute and issue bonds, debentures, notes, checks, drafts, bills of exchange, negotiable instruments and all other instruments and contracts for the payment of money, negotiable or non-negotiable, and whether secured or unsecured.
5. To convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of all property, real or personal; to lend money; to sue and to be sued; to conduct its affairs in the State of Idaho, or anywhere else in the world.
6. To do each and everything necessary, suitable, useful or advisable for the accomplishment of any one or more of said objects. or which shall at any time appear to be conducive to or expedient for the benefit of said corporation in connection therewith.
7. In general, to carry on any business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of the State of Idaho upon corporations.
8. No part of the earnings of the corporation shall enure to the benefit of any member; officer of the corporation, nor any private individual except for reasonable compensation which may be paid for services rendered to or for the corporation affecting one or more of its purposes, and no member, officer of the corporation, or private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the corporation.
9. Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively for library related purposes.

10. It is the intention of the incorporators of this corporation that the foregoing clauses shall be construed both as objects and powers and that the foregoing and numerated powers of this corporation and the purposes thereof shall not be construed to limit or restrict in any manner the powers of this corporation. This corporation shall have the powers to do anything suitable, necessary, convenient or proper for the accomplishment of and of its purposes of the attaining of any one or more of the objects herein numerated or incidental to the powers herein named or which at any time appear conducive or expedient for their protection or benefit of the corporation and this to the same extent and as fully as a natural person might or could do.

V.

The Board of Directors shall adopt bylaws for the regulation of the internal affairs of this corporation so long as they are not inconsistent with the provisions of these articles.

This corporation may in its bylaws confer powers upon its directors in addition to those provided herein, and in addition to the powers and authorities expressly conferred upon them by statute.

VI.

This corporation is organized without capital stock, but the corporation shall issue to each member a certificate of membership, which certificate shall be nonredeemable, nontransferable, and nondividend bearing.

The voting rights of each member of the corporation shall be equal.

VII.

The members of this corporation shall have no rights nor interest in the property of the corporation.

VIII.

No member of this corporation, member of the Board of Directors, or officer of this corporation shall be individually or personally liable for the debts or obligations of this corporation.

IX.

The corporation shall have three initial directors. The names and street addresses of the three directors, who shall serve as directors until the first meeting of the stockholders, are as follows:

1. Leola Yucis, Dawn Street, Eagle, Idaho 83616
2. Jeanne Covault, 837 Preakness, Eagle, Idaho 83616
3. Susan McColl, Riverview, Eagle, Idaho 83616

X.

The names and street addresses of the incorporators are as follows:

1. Leola Yucis, Dawn Street, Eagle, Idaho 83616
2. Jeanne Covault, 837 Preakness, Eagle, Idaho 83617
3. Susan McColl, Riverview, Eagle, Idaho 83616

XI.

The business of the corporation shall be managed and conducted by a Board of Directors of not less than three (3) members nor more than nine (9) members. The first board shall be elected at the first meeting of the stockholders of this corporation and the entire board to be elected annually thereafter at the annual meeting of the stockholders of the corporation. The Board of Directors may meet and transact the business of the corporation at its principal place of business herein designated or at such other place within or without the State of Idaho as may be designated by resolution of the board.

XII.

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in this certificate of incorporation in the manner now or hereinafter prescribed by statute, and all rights conferred upon the stockholders herein are granted, subject to this reservation.

We, the undersigned, being each one of the original subscribers to membership in this corporation in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and we respectively agree to take a certificate of membership as hereinabove set forth and accordingly have hereunto set our hands and seals this 23<sup>rd</sup> day of September, 1981.

Leola Yucis  
Jeanne Covault  
Susan McColl