



## Department of State

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

**ANIMAL HOSPICE, INC.**

was filed in the office of the Secretary of State on the **18th** day of **December** A. D. One Thousand Nine Hundred **seventy-two** and is <sup>to be</sup> duly recorded on ~~Film~~ **Microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **Perpetual Existence** from the date hereof, with its registered office in this State located at **Ketchum, Idaho** in the County of **Blaine** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **18th** day of **December** **72** A.D., 19 **72**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

ANIMAL HOSPICE, INC.

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SECRETARY OF  
STATE

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all of whom are natural persons of full age and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the provisions of Chapter 10, Title 30 of the Idaho Code, having the capacity to act, possessed by natural persons, and we hereby certify:

ARTICLE I

The name of this corporation is and shall be:

ANIMAL HOSPICE, INC.

ARTICLE II

The nature of the activities and the business of this association, and its objects and purposes, are and shall be as follows:

1. To promote, assist and augment the control and advancement of animal life; to improve, contribute to and influence the well-being and prosperity of all common animals.
2. To enhance, facilitate and encourage the general welfare and benevolence of such sentient creatures by ameliorating their existence.
3. To make appearance before and to present materials anywhere to conferences, meetings, and other groups, whether private or public, and to administrative and governmental agencies, boards, and departments, including legislative bodies, and committees thereof; and to give close attention and to make recommendations relative to all legislative matters and govern-

mental regulations and requirements affecting the association and its purposes and any of its members.

4. To acquire, hold, encumber, deal with, and dispose of real property and personal property, wherever located; to borrow money and contract indebtedness; to receive and expend funds; and to enter into and perform contracts and agreements of every kind, and to do all herein provided for any lawful purposes and without any limitations, as convenient or necessary in the interests of the association as determined from time to time by the Board of Directors.

5. To conduct research and to engage in other special projects on its own or with others for the objects and purposes of the association.

6. To apply for, acquire, purchase, take by grant or assignment or otherwise, exercise, comply with, manage, develop and dispose of any and all rights, privileges, franchises, authorities, licenses, or powers by and from any government, state, municipality, commission or other public authority or body, or any agency thereof.

7. To affiliate, cooperate, assist, and work with any and all other associations, clubs, organizations, and persons having common, complimentary or related interests.

8. To have and maintain one or more offices for the transaction of any association activities, business or functions and for the holding of meetings of members, trustees or officers at any place within or without the State of Idaho, as may be provided by the By-Laws of the association or ordered by its Board of Directors from time to time.

9. To have and exercise and all objects, purposes, rights, privileges, and powers conferred upon corporations of this kind and nature by the laws (and any amendments thereof) of the State of Idaho or any other state or of the United States of America or of any nation or country where the association

may act, carry on activity, do business or have any interest or right.

The foregoing objects and purposes shall always be construed as powers, as well as objects and purposes, and shall not in any ways be limited or restricted by inference from or reference to the terms of any other clause in this or any other Article hereof, but the objects, purposes, and powers specified in each of the foregoing clauses shall be regarded as independent objects, purposes, and powers. The foregoing enumeration of specific objects, purposes and powers shall not be construed to limit or restrict in any manner the general powers of this association or the meaning of general terms, nor shall the expression of one thing be deemed to exclude another although of like nature but not expressed.

#### ARTICLE III

The term for which this association is formed is perpetual.

#### ARTICLE IV

The association is one which does not contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposes, and no part of any net earnings thereof shall inure to the benefit of any member or other individual but shall be applied as provided in the By-Laws of the association.

#### ARTICLE V

The association shall have a corporate seal.

#### ARTICLE VI

The principal place of business and registered office of the association will be Box 77, Ketchum, Idaho.

#### ARTICLE VII

The management of the association will be vested in a Board of Directors, and there shall be not less than five Directors

at any time. The number qualifications, terms of office, manner and time of election and time of meetings and powers and duties of Directors shall be such as are prescribed by the By-Laws of the association. The names and addresses of the Directors who will first manage the affairs and property of the association for a period of one year after incorporation are as follows:

Robert F. Beede, DVM Ketchum, Idaho	Rowena Mallon Ketchum, Idaho
Bonnie Jones Hailey, Idaho	Maggie Soderberg Ketchum, Idaho
Robert Neely, Gen. U. S. Army, Ret. Sun Valley, Idaho	

#### ARTICLE VIII

The authority to make and to amend By-Laws and other regulations or rules for any purpose for this association is hereby vested in the Board of Directors, subject to review and change by the members of the association.

#### ARTICLE IX

The number of Directors of the association shall be specified in the By-Laws, and such members may, from time to time, be increased or decreased in such manner as may be prescribed by the By-Laws, provided that the number of Directors shall not be fewer than five.

#### ARTICLE X

This association reserves the right to alter, amend, change or repeal from time to time any provision of these Articles of Incorporation in the manner now or hereafter prescribed by law, and all the rights and privileges conferred upon members of the association, at any times, are subject in all respects to these rights of the association.

IN WITNESS WHEREOF, we have hereunto set our hands in triplicate this 15<sup>th</sup> day of December, 1972.

Robert F. Beebe D.V.M.  
ROBERT F. BEEDE, D.V.M.

Rowena Mallon  
ROWENA MALLON

Bonnie Jones  
BONNIE JONES

Maggie Soderberg  
MAGGIE SODERBERG

Robert Neely

Robert Neely  
ROBERT NEELY, Gen.  
U. S. Army, Ret.

STATE OF IDAHO       )  
                              ) ss:  
County of Blaine    )

On this 15 day of December, 1972, before me, the undersigned Notary Public in and for said State, personally appeared ROBERT F. BEEDE, D.V.M., ROWENA MALLON, BONNIE JONES, MAGGIE SODERBERG and ROBERT NEELY, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Joan M. Spragg  
NOTARY PUBLIC for Idaho

Residing at: Arco, Id.

Commission expires: 3/2/74