

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

THE CRANKERS, INC.

was filed in the office of the Secretary of State on the **First** day of **June**, A. D. One Thousand Nine Hundred **Sixty**, and is duly recorded on Film No. **111** of Record of Domestic Corporations of the State of Idaho, and that the said articles contain the statement of facts required by Sections 30-103, 30-1101 and 30-1102, Idaho Code.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name stated in the articles, and for **perpetual existence** from the date hereof, with its registered office in this State located at **Lewiston**, in the County of **Nez Perce**. and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, 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 **1st** day of **June**, A.D., 19 **60**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

THE CRANKERS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being all natural persons and citizens of the United States of America, of legal age, do on this 20 day of May, 1960, hereby voluntarily associate ourselves together for the purpose of forming a corporation of social and fraternal character under the provisions of Title 30, Chapter 11 of the Idaho Code, and we do hereby adopt and certify the following Articles of Incorporation, to-wit:

ARTICLE I.

The name of this corporation shall be "THE CRANKERS, INC."

ARTICLE II.

That location of the principal office and the place where the principal business of said corporation is to be transacted is in the City of Lewiston, County of Nez Perce, State of Idaho.

ARTICLE III.

That this corporation is formed for the purposes and shall have power:

(1) To promote mutual, educational and scientific interests and benefits to its members; to promote the interest of its members in the collection, restoration, operation, history and exhibition of various forms of conveyance, and particularly of antique automobiles, and in modes of travel and dress in the early age of motor vehicle transportation.

(2) To promote the study by members, and to encourage through study, lectures, books, literature, demonstrations and

and other means, greater interest and knowledge concerning the motoring history of this and other countries, and the methods of repairing, restoring and operating vehicles and particularly antique automobiles.

(3) To encourage formation of clubs, associations and corporations for the purposes herein mentioned; to affiliate with and secure the affiliation of clubs, associations and corporations with this corporation for mutual benefits.

(4) To issue by publication or otherwise, items of interest, manuscripts, circulars and other writings, or otherwise, for the benefit of its members and affiliated organizations.

(5) To own by purchase, lease, exchange or otherwise acquire and dispose of, personal and real property necessary, incidental, auxiliary or convenient to the business of this corporation and its purposes and objects.

(6) To conduct tours, and exhibitions, and to hold ~~meets~~, picnics and other activities for the educational and social benefit of its members, affiliated groups and friends.

(7) To acquire, hold, own, use and dispose of in any manner, all real and personal property whatsoever, as may be reasonably necessary for the purpose of carrying into effect any one or more of the objects herein mentioned, and to mortgage, hypothecate, pledge, sell and otherwise dispose of said property; to borrow money and to do all acts, and to make, execute and deliver all necessary instruments for the carrying on of the said purposes; to enter into contracts, to borrow money, lend money and to evidence the indebtedness of the corporation by notes, bonds or other instruments and to secure the same by pledge, mortgage, trust deed or other instruments as to the corporation may seem proper.

(8) To conduct its affairs and activities either within or without the State of Idaho, to have such meetings, and meeting places either within or without the said State of Idaho, as shall be in the best interests of its members.

(9) To do any and all things convenient and incidental to the purposes herein expressed, and generally to have and to exercise all such powers as are by law conferred on corporations of like character through this corporation or by and through, principals, agents, attorneys, trustees, contractors, factors, lessors, lessees or otherwise, either alone or in connection with others.

ARTICLE IV.

That the duration of this corporation shall be unlimited and perpetual.

ARTICLE V.

That this corporation is not organized for pecuniary profit, and shall not issue capital stock; the corporation shall issue a membership certificate to each of its members, and the interest of each member in the corporation shall be equal and identical to the interest of every other member therein; such membership certificate and membership in the corporation shall be non-assignable and non-transferable.

ARTICLE VI.

That the number of directors of this corporation shall be not less than five (5) nor more than fifteen (15), as may be fixed by the by-laws; they shall have the management of the real estate and property of this corporation and their qualification and terms of office, manner of election (except the first board of directors who were elected for a term as set forth herein), time, place and manner of calling meetings, and powers and duties of the directors shall

be set forth and prescribed in the by-laws.

ARTICLE VII.

The officers of this corporation shall consist of a president, a vice-president, a treasurer and a secretary, PROVIDED, THAT, the office of treasurer and secretary may be combined in one person if so provided in the by-laws, and their qualifications, terms of office, manner of election, and other powers and duties shall be prescribed by the by-laws.

ARTICLE VIII.

That a duly called meeting of the members of The Crankers Club, was held at the Gene LeFebre Home, 916 Bryden Avenue, Lewiston Orchards, Idaho, on the 20th day of May, 1960, at the hour of 8:00 o'clock P. M. for the purpose of electing directors of this corporation; that Notice of the time and place of holding such meeting and election was given by publication thereof for ~~two~~ weeks prior to the said meeting in the Lewiston Morning Tribune, a newspaper in general circulation published at Lewiston, Idaho, the first publication thereof being on the 27th day of April, 1960, and the last publication thereof being on the 11th day of May, 1960, and also by posting a like notice in a conspicuous place at the said Gene LeFebre Home for more than two weeks immediately preceding said election; that a majority of the members of The Crankers Club who were present at the said meeting voted at such election of directors.

That at said meeting the following persons were duly elected directors of this corporation, for the term below indicated, by majority vote by the members present at said meeting, as follows:

TO SERVE UNTIL the 3rd Friday of January, 1961.

<u>Gene LeFebvre</u>	<u>Lewiston</u>	<u>Idaho</u>
<u>Howard E. Literal</u>	<u>Asotin</u>	<u>Wash.</u>
<u>Arthur J. Henson</u>	<u>Lewiston</u>	<u>Idaho</u>
<u>Richard Lewis Morgan</u>	<u>"</u>	<u>"</u>
<u>Robert S. Emerich</u>	<u>"</u>	<u>"</u>
<u>C.A. Hollenbeck</u>	<u>"</u>	<u>"</u>
<u>Martin A. McKay</u>	<u>"</u>	<u>"</u>

ARTICLE IX.

That the names of all of the incorporators of this corporation are as listed for directors in the next preceding Article hereof, and that the post office address of each of said incorporators is as above set out.

ARTICLE X.

That at the said meeting mentioned in Article VIII, these Articles of Incorporation were by unanimous vote duly adopted, and the said persons so elected as directors were duly authorized and directed to execute and file the same for record and to duly incorporate said corporation for and on behalf of its members, according to law.

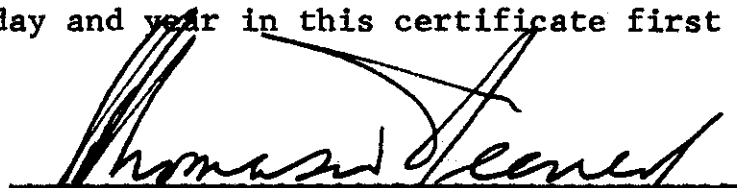
IN WITNESS WHEREOF, we have hereunto set our hands this
20th day of May, 1960.

Gene LeFebvre
Howard E. Literal
Arthur J. Henson
Richard Lewis Morgan
Robert S. Emerich
C.A. Hollenbeck
Martin A. McKay

STATE OF IDAHO)
) ss.
County of Nez Perce)

On this 20th day of May, 1960, before me,
the undersigned, a Notary Public in and for said State, personally
appeared Gene La Febre, Howard E. Literal,
Arthur J. Henson, Richard Lewis Morgan,
Robert S. Emerich, C. A. Hollenbeck,
Martin A. McKay, known to me to be the per-
sons whose names are subscribed to the within Articles of Incorpora-
tion, and severally 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.


Notary Public in and for the State of
Idaho, residing at Lewiston, therein.

(SEAL)

STATE OF IDAHO) ss.
County of Nez Perce)

GENE LeFEBRE, being first duly sworn on his oath, deposes and says:

That he was the presiding officer of the meeting and one of the officers who conducted the election referred to in the foregoing Articles of Incorporation, and that Martin McKay was the Secretary of the said meeting; that the said meeting was held at the Gene LeFebre Home, 916 Bryden Avenue, Lewiston Orchards, Idaho, on Friday, May 20, 1960, at the hour of 8:00 o'clock P. M.; that Notice of the said meeting and election was given as set out in the said Articles of Incorporation, and as required by law; that a majority of the members who were present at such meeting voted at the said election and that the results of said election are as set forth in said Articles of Incorporation.

That he caused due notice of the meeting and election of directors and the adoption of Articles of Incorporation and by-laws, to be published for three weeks immediately prior to said meeting in the Lewiston Morning Tribune, a newspaper of general circulation published at Lewiston, Idaho, the first publication being on the 27th day of April, 1960, and the last publication being on the 11th day of May, 1960, and that he posted notice of said meeting at the Gene LeFebvre Home on the 27th day of April, 1960; that affiant has read the foregoing Articles of Incorporation; that the matters and facts therein stated are true to the best of his knowledge, information and belief.

SUBSCRIBED AND SWORN to before me this 20th day of May, 1960.

Notary Public in and for the State of
Idaho, residing at Lewiston, therein.

(SEAL)

STATE OF IDAHO)

) ss.

County of Nez Perce)

RICHARD WOODS

~~MARTIN McRAY~~, being first duly sworn on his oath, deposes

and says:

That he was the secretary of the meeting held on the 20th day of May, 1960, at the hour of 8:00 o'clock P. M., at the Gene LeFebre Home, Lewiston Orchards, State of Idaho, for the election of directors of the Crankers, Inc., and that Gene LeFebre was the presiding officer at said meeting and election; that a majority of the members of The Crankers Club who were present at such meeting voted at such election, and the results of said election were as set forth in said Articles of Incorporation; that he has read the foregoing Articles of Incorporation and believes the matters and facts therein stated are true.

Richard Woods

SUBSCRIBED AND SWORN TO before me this 20th day of

May, 1960.

Thomas J. Beatty
Notary Public in and for the State of
Idaho, residing at Lewiston, therein.

(SEAL)

N O T I C E

NOTICE IS HEREBY GIVEN that a meeting of the members and incorporators of a non-profit fraternal corporation, to be known as THE CRANKERS, INC., will be held at the Gene LeFebre Home, 916 Bryden Avenue, Lewiston Orchards, Idaho, on Friday, the 20th day of May, 1960, at the hour of 8:00 o'clock P. M. of said day, for the purpose of electing directors, adopting articles of incorporation and transacting such other business as may come before said meeting.

DATED this 25th day of April, 1960.

/s/ GENE LeFEBRE

President

The Crankers Club

The Crankers Club An Unincorporated Association

STATE OF IDAHO)
) ss.
County of Nez Perce)

GENE LeFEBRE, being first duly sworn upon his oath deposes
and says:

That he is the President of The Crankers, Inc.; that he did on the 27th day of April, 1960, post a full and true copy of the above and foregoing Notice at the door of the Gene LeFebre Home, 916 Bryden Avenue, Lewiston Orchards, County of Nez Perce, State of Idaho, the same being the place where the organizational meeting of the Crankers, Inc., was held on the 20th day of May, 1960, and that said copy remained posted at said place from the 27th day of April, 1960, to and including the 20th day of May, 1960, the last mentioned date being the day of the holding of said organizational meeting.

Gene L. Felt

SUBSCRIBED AND SWORN TO before me this 20th day of

May, 1960.

(SEAL)

Thomas J. Jones
Notary Public in and for the State of
Idaho, residing at Lewiston, therein.