

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

WOOD RIVER COUNCIL OF CAMP FIRE GIRLS, INC.

was filed in the office of the Secretary of State on the **Second** day of **January** A. D. One Thousand Nine Hundred **Sixty-four** and is duly recorded on Film No. **126** 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 **Hailey** 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 **2nd** day of **January**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION OF
WOOD RIVER COUNCIL OF CAMP FIRE GIRLS, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned citizens of the United States of America and residents of Blaine County, Idaho, being all of full age and not in any way disqualified, do by these presents associate ourselves together for the purpose of forming a corporation in which the pecuniary profit of members is not a purpose; and we do hereby certify as follows:

Article I.

The name of the corporation is WOOD RIVER COUNCIL OF CAMP FIRE GIRLS, INC.

Article II.

The registered office of the corporation shall be located at Hailey, Idaho; and the post office address thereof shall be Hailey, Idaho.

Article III.

The purposes for which said corporation is formed are to do any or all of the things hereinafter set forth to the same extent as natural persons might or could do, namely:

- A. To promote welfare, charitable, benevolent and recreational activities among girls by promoting supervising and administering the program of Camp Fire Girls, Inc., a membership corporation, not for profit, organized under the laws of New York State, within the territory covered by the Charter granted by the National Council of Camp Fire Girls, Inc., to the corporation;
- B. To share the National Council of Camp Fire Girls, Inc., responsibility for providing adequate leadership, extending membership, maintaining standards, protecting the official insignia against use by those not properly registered as Camp Fire Girls, obtaining adequate financing, and otherwise promoting the general welfare of the program and insuring its permanence in the community;
- C. To acquire, own, encumber, hold, transfer, sell, mortgage, and use real and personal property by purchase, devise, gift, lease or otherwise; to enter into and perform contracts and agreements, and to do any and all

Article III. (cont.)

- c. acts legally permitted to such a corporation which will benefit and aid the said corporation; to borrow money with or without security; to raise money; to improve any real property which it may own or possess and to erect, construct and alter buildings or structures and to make any and all other kinds of improvements thereto;
- D. To invest its funds in mortgages, bonds, debentures, shares of preferred or common stock, and such other securities as may be legally permissible, and to buy sell, transfer and exchange any such investments and securities;
- E. To do and perform any and all acts beneficial to said corporation and any and all acts and things necessary, proper and requisite to carry out the objects and provisions of this corporation to the fullest extent permitted by law to such a corporation; and to enjoy and exercise all the rights, powers and provisions granted or conferred by the laws of this state to or upon corporations of this kind.
- F. The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the exercise of all powers of this corporation in promoting, administering and supervising adherence to the purposes and program of Camp Fire Girls, Inc.

Article IV.

The property of this corporation is irrevocably dedicated to charitable and benevolent purposes, and upon liquidation, dissolution or abandonment of the owner, said property will not inure to the benefit of any private person, but shall be distributed to a fund, foundation or corporation organized and operated for religious, charitable or benevolent purposes with preference, if possible, to the promotion of the program of Camp Fire Girls, Inc., in the community.

Article V.

The corporation is not organized for pecuniary profit and it shall never distribute gains, profits or dividends to the members thereof.

Article VI.

The period of existence or the duration of the life of the corporation shall be perpetual; provided that the corporation shall

Article VI. (cont.)

not continue in existence under any name including the words "Camp Fire Girls" without the consent of Camp Fire Girls, Inc., a membership corporation, not for profit, organized under the laws of the State of New York.

Article VII.

The principal office and place of business of the corporation in this state shall be in the city of Hailey, County of Blaine, with such other offices or places of business as may be designated by the board of directors.

Article VIII.

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors together with their titles, are as follows:

<u>Names</u>	<u>Address</u>
Ida Savelberg	Hailey, Idaho
Betty Watson	Hailey, Idaho
Ephia McPheters	Hailey, Idaho
Ruth Wall	Hailey, Idaho
Hattie Young	Hailey, Idaho

The number of persons above named shall constitute the number of directors of the corporation until changed by a by-law duly adopted by the members.

Article IX.

There shall be no capital stock; but the corporation shall issue certificates of membership to each member, which certificates may not be assigned in such manner that the transferee thereof can be such transfer became a member of the corporation, except by resolution of the Board of Directors and under such regulations as the by-laws may prescribe. The by-laws may provide for the member and qualifications of members, the conditions of admission and expulsion and all other matters allowed by law. The right and interests of all members are equal.

IN WITNESS WHEREOF, The above named incorporators have here-
unto set their hands this _____ day of January, 1962.

Ida Savelberg
Betty Watson
Hattie Young
Ephia McPheters
Ruth Wall

STATE OF IDAHO)
)
County of Blaine,) ss.

On this _____ day of January, 1962, before me the under-
signed Notary Public in and for the State of Idaho, personally
appear Ida Savelberg, Betty Watson, Ephia McPheters, Ruth Wall,
and Hattie Young, the persons whose names are above subscribed and
acknowledged to me that they executed the same.

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

Robert C. Perry
Notary Public for Idaho
Residence: Harley, Idaho