



**CERTIFICATE OF INCORPORATION
OF**

PRIEST RIVER EMT 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 _____
PRIEST RIVER EMT 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 _____ December 19 _____, 19 **88**



SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF INCORPORATION

OF

PRIEST RIVER EMT ASSOCIATION, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are citizens of the United States and are over the age of majority, do hereby execute and make the following Articles of Incorporation for the purpose of forming a non-profit corporation under and pursuant to Idaho law, and we do hereby certify:

ARTICLE I
Name

The name of this corporation shall be PRIEST RIVER EMT ASSOCIATION, INC.

ARTICLE II
Purpose

The specific and primary purposes for which this association is formed are the operation of an ambulance service and related activities, and to perform non-profit activities.

ARTICLE III
Powers

The corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of Idaho law and §501(c)(3) of the Internal Revenue Code of 1954 as amended. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from the Federal Income Tax under §501(c)(3) of the Internal Revenue Code.

ARTICLE IV
Membership Certificates

The corporation shall not have capital stock. Each member shall be issued a Membership Certificate and shall have one (1)

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vote. The rights and interests of all members shall be equal, and no member can have or acquire a greater interest thereon than any other member.

ARTICLE V Restriction

(A) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

(B) No part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE VI Amendments

All provisions of these Articles of Incorporation shall be subject to amendment consistent with the provisions of Idaho State law and §501(c)(3) of the Internal Revenue Code of 1954 as amended, by the affirmative vote of the members entitled to vote in respect thereof, in attendance at the annual meeting or at any special meeting, providing that due notice of the amendment is included in the notice of said meeting.

ARTICLE VII Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the

corporation in such manner, or to such organization or organizations organized and operating exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Law, as the Board of Directors shall determine, which are organized and operated exclusively for charitable, educational, religious or scientific purposes.

ARTICLE VIII Registered Office

The registered office of the corporation has a mailing address of 202 Cedar Street, Priest River, Idaho 83856, and a physical location 202 Cedar Street, City of Priest River, County of Bonner, State of Idaho. The registered agent at said address shall be LES KOKANOS.

ARTICLE IX Duration

The duration of this corporation shall be perpetual.

ARTICLE X Management

The affairs of the corporation shall be managed by a Board of Directors to be elected as provided in the Bylaws, but in no case shall the number of directors be fewer than three (3). The directors shall hold their offices for one year, or such other period as the Bylaws shall determine, and until their successors are elected and qualified. The initial directors of the corporation shall be all of those persons whose names appear in the Articles as incorporators.

ARTICLE XI Incorporators, Original Members and Directors

The names and addresses of the incorporators, original members and original Board of Directors of the corporation, each

of whom shall serve as a director until his successor is duly elected and qualified, are:

<u>NAME</u>	<u>ADDRESS</u>
LES KOKANOS, President	Post Office Box 635, Priest River, Idaho 83856
ROBERT R. HOWARD Vice President	Post Office Box 1174 Priest River, Idaho 83856
SHERYL REEVE Secretary-Treasurer	Post Office Box 822 Priest River, Idaho 83856

DATED this ____ day of November, 1988.

Les Kokanos
Les Kokanos

Robert R. Howard
Robert R. Howard

Sheryl Reeve
Sheryl Reeve