

**ARTICLES OF INCORPORATION
OF IDAHO ALPHA CHAPTER
OF PHI DELTA THETA, INC.**

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2016 DEC 20 PM 4:42

SECRETARY OF STATE
STATE OF IDAHO

We, the undersigned natural persons of the age of 18 years or more, acting as incorporators of Idaho Alpha Chapter of Phi Delta Theta, Inc. (PDT) a non-profit corporation organized under the laws of the State of Idaho, adopt the following Articles of Incorporation:

ARTICLE I:

The name of the nonprofit corporation is: IDAHO ALPHA CHAPTER OF PHI DELTA THETA, INC.

ARTICLE II:

The period of duration is perpetual.

ARTICLE III:

The purposes for which the corporation is formed are to promote and foster the fraternal principles and ideals of Phi Delta Theta Fraternity, to acquire and hold real and personal property for a chapter house or lodge for the Idaho Alpha Chapter of Phi Delta Theta Fraternity at The University of Idaho for the purpose of providing housing for young men who are attending the University of Idaho and to engage in other pleasure, recreation and non-profitable activities which qualify as such within the meaning of Section 501(C)(7) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any future United States Internal Revenue law) (the "Code").

ARTICLE IV:

The corporation shall have a Board of Directors, as well as officers which are more clearly specified in the Bylaws.

ARTICLE V:

No part of the assets or net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make The corporation is formed exclusively for purposes under which a corporation may be formed under the non-profit corporation law and not for pecuniary profit or financial gain. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its trustees, officers or other private persons or organizations, 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 III thereof. The corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any such purposes. Notwithstanding any other provision hereof, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax as an organization described in Code Section 501(C)(7).

IDAHO SECRETARY OF STATE

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ARTICLE VI:

The regulation of the internal affairs of the corporation shall be carried on through its Board of Directors and prescribed according to its Bylaws; the manner of their election or appointment, other than the initial Board of Directors provided for herein, shall be provided in the Bylaws. In furtherance and not in limitation of the powers conferred by statute, the corporation is expressly authorized to carry on its business and to hold annual or special meetings of its Board of Directors at any time and in any location approved by the Board.

ARTICLE VII:

The private property of the incorporators, directors and officers shall not be subject to the payment of corporate debts to any extent whatever.

ARTICLE VIII:

Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(7) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE IX:

Upon dissolution of the corporation, all of its assets and property of every nature and description remaining after the payment of all liabilities and obligations of the corporation (but not including assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution) shall be paid over and transferred to Kappa Phi Alpha in Moscow, Idaho, if in existence, and if not, then to an organization which engages in activities substantially similar to those of the corporation and which are then qualified for exemption from federal income taxes as organizations described in Section 501(c)(3) or Section 501(c)(7) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

ARTICLE X:

The address, including the street and number, of its initial registered office is 626 Moore Street, Moscow, Idaho 83843, and the name of its initial registered agent at such address is Charles Bond.

ARTICLE XI:

The corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation or to merge or consolidate this corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the corporation is formed, and all rights herein conferred or granted shall be subject to this reservation. In order to amend these Articles, a super-majority vote of 75% of the Board of Directors is required.

ARTICLE XII:

The number of directors constituting the initial Board of Directors shall be three (3), but the number of directors may be increased or decreased in the manner set forth in the Bylaws, provided that the number shall not be less than three. The names and addresses, including street and number, of the persons who are to serve as the initial directors until the first annual meeting or until their successors be elected and qualified are:

TIMOTHY W. BROWN, P.O. Box 9087, Spokane, WA 99209
RICHARD REILLY – 2707 S. Linder Rd., Meridian, ID 83642
CHARLES BOND – 626 Moore St., Moscow, ID 83843

ARTICLE XIII:

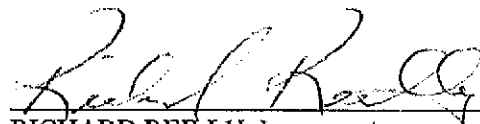
The name and address, including street and number, of the incorporator is:

TIMOTHY W. BROWN, P.O. Box 9087, Spokane, WA 99209
RICHARD REILLY – 2707 S. Linder Rd., Meridian, ID 83642
CHARLES BOND – 626 Moore St., Moscow, ID 83843

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation as of this 9
day of December, 2016.

INCORPORATORS:


TIMOTHY W. BROWN, Incorporator


RICHARD REILLY, Incorporator


CHARLES BOND, Incorporator