

**ARTICLES OF INCORPORATION  
OF  
SUNNYSLOPE WINE TRAIL, INC.**

**FILED EFFECTIVE**  
**2017 JAN -9 AM 10:29**  
**SECRETARY OF STATE**  
**STATE OF IDAHO**

The undersigned, acting as the incorporator of the above corporation ("Corporation"), organized pursuant to and subject to the Idaho Nonprofit Corporation Act; Chapter 30, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation for the Corporation.

**ARTICLE I. NAME**

The name of the Corporation is Sunnyslope Wine Trail, Inc.

**ARTICLE II. NONPROFIT STATUS**

The Corporation is a nonprofit corporation.

**ARTICLE III. PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE IV. PURPOSES**

The Corporation is organized to promote the economic development of the wineries and grape growers of Sunnyslope, a unique farming and business community in southwest Idaho, by:

- 1) Increasing the public recognition and perception of the Sunnyslope wine industry.
- 2) Increasing the public recognition and perception of the Sunnyslope wine region.
- 3) Encouraging the production of high-quality grapes and wines in the Sunnyslope wine region.
- 4) Encouraging the operation and development of winery related entertainment, dining, and activities in the Sunnyslope wine region.
- 5) Providing a forum for the exchange of ideas for the mutual benefit of all members of the Corporation.
- 6) Providing a forum for contacts and collective event planning for the mutual benefit of all members of the Corporation.
- 7) To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefore, may not at that time lawfully carry on or do.

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## **ARTICLE V. LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of 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 IV hereof. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(6) of the Internal Revenue Code of 1986, as amended from time to time.

## **ARTICLE VI. REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is P.O. Box 1084, 107 S. Kimball, Ste. 205, Caldwell, Idaho 83606, and the name of its initial registered agent at that office is Shawn C. Maybon.

## **ARTICLE VII. MEMBERS**

The Corporation shall have voting members. The characterizations, qualifications, rights, limitations, and/or obligations attaching to each class of membership shall be described within the Corporation's Bylaws.

## **ARTICLE VIII. BOARD OF DIRECTORS**

The number of Directors of the Corporation shall be as specified in the Bylaws. The following shall serve until the first annual meeting of the members and until successors shall have been elected and qualified:

<u>NAME</u>	<u>ADDRESS</u>
Beverly Williamson Mack	14807 Sunnyslope Rd., Caldwell, Idaho 83607
Gregg Alger	P.O. Box 145, Huston, Idaho 83630
Amy Bitner	16645 Plum Rd., Caldwell, Idaho 83607
Kay Hansen	8987 S. Greenhurst Rd., Kuna, Idaho 83634
Stephanie Hodge	24509 Rudd Rd., Parma, Idaho 83660
Helen Harless	15343 Plum Rd., Caldwell, Idaho 83607
Greg Koenig	21452 Hoskins Rd., Caldwell, Idaho 83607
Tammy Stowe McClure	1000 N. McDermott Rd., Kuna, Idaho 83634

Hadley Robertson

18835 Symms Rd. Caldwell, Idaho 83607

Teresa Fujishin

15593 Sunnyslope Rd., Caldwell, Idaho 83607

Kelli Geselle

13750 Surrey Ln., Nampa, Idaho 83686

### **ARTICLE IX. INCORPORATOR**

The name and address of the incorporator of the Corporation is:

**NAME**

Shawn C. Maybon

**ADDRESS**

P.O. Box 1084  
107 S. Kimball, Ste. 205  
Caldwell, Idaho 83606

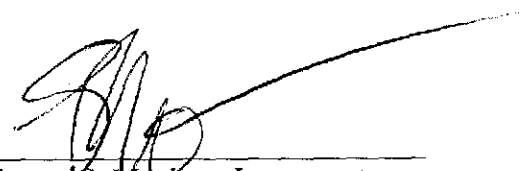
### **ARTICLE X. DISTRIBUTION ON DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors, shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at the time qualify as exempt organizations under Section 501(c) of the Internal Revenue Code of 1986, as amended from time to time, in such a manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

### **ARTICLE XI. BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

Dated this 6<sup>th</sup> day of January, 2017

  
Shawn C. Maybon, Incorporator

IDAHO SECRETARY OF STATE

**01/09/2017 05:00**

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1@ 30.00 = 30.00 INC NONP #2