

**Department of State.**

**CERTIFICATE OF INCORPORATION**

**ARNOLD WILLIAMS,**  
I, ~~XXXXXXXXXX~~, 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

**SURVIVORS OF WAKE, GUAM AND CAVITE, INC.**

was filed in the office of the Secretary of State on the **twentieth** day of **April,** A. D. One Thousand Nine Hundred **Fifty-Nine,** and is duly recorded on Film No. **106** 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 **Boise,** in the County of **Ada,** 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 **twentieth** day of **April**, A.D., 19 **59**.

**ARNOLD WILLIAMS**  
Secretary of State.

By:

Religious, Ex-Service Men, Benevolent, Charitable or Fraternal Organization  
Deputy Secretary of State

ARTICLES OF INCORPORATION  
OF  
SURVIVORS OF WAKE, GUAM AND CAVITE, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are citizens of the United States, have this day voluntarily associated ourselves together for the purpose of forming a social and benevolent corporation under, by virtue of, and pursuant to, the laws of the State of Idaho, relating to social and benevolent corporations, and, more especially, Title 30, Chapter 11, Section 30-1101, and following, Idaho Code, and we hereby certify:

ARTICLE I.

The name of this corporation shall be SURVIVORS OF WAKE, GUAM AND CAVITE, INC.

ARTICLE II.

The purposes for which this corporation is formed are:

1. To promote mutual relationships among the former prisoners of war, who were captured during World War II on Wake, Guam and Cavite Islands, and the dependents and relatives of such former prisoners of war.
2. To promote mutual assistance to the members of this corporation under and pursuant to Federal, State and other laws.
3. To receive, hold, invest and reinvest money and other property, real, personal and mixed, that may be donated by persons, firms or corporations to this corporation, and to expend and use the same, or the rents, issues and profits thereof, for the purposes of this corporation.
4. To do any and all things necessary, suitable, convenient, incidental or proper, to accomplish the purposes herein described, or directly or indirectly connected therewith, and in general, to do any and all things, and exercise any and all powers permitted by law, not incompatible with the foregoing purposes.

ARTICLE III.

In the event of dissolution, or in the event the purposes hereinbefore provided become impracticable or incapable of fulfillment, the assets, earnings,

and property of this corporation shall be distributed by the directors exclusively in aid of such a corporation, fund or foundation, organized and operated exclusively for charitable purposes, as, in the judgment of the directors, shall be in furtherance of public welfare.

In the event of dissolution, no part of the net earnings, assets or property of this corporation shall ever be distributed to, or inure to the benefit of:

1. Any donor, or his or its heirs, personal representatives, or successors or assigns;
2. Any shareholder, member, director or officer of this corporation;
3. Any corporation, fund, foundation, association or trust, unless the same be organized and operated exclusively for charitable purposes.

#### ARTICLE IV.

This corporation shall be in perpetual existence.

#### ARTICLE V.

The location and post office address of this corporation's registered office in the State of Idaho is Boise, Ada County, State of Idaho.

#### ARTICLE VI.

This corporation shall issue no capital stock, but may issue membership certificates to such persons as can qualify for membership, as qualification for membership is defined by the By-Laws of this corporation.

#### ARTICLE VII.

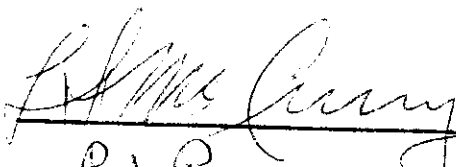
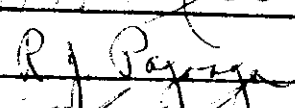

The affairs, business and activities of this corporation shall be managed by a Board of Directors, to be designated as the executive board, consisting of eleven (11) members, one of whom must be elected as President and a member of the Board, one of whom must be elected as Vice-President and a member of the Board, and one of whom must be elected as Secretary-Treasurer and a member of the first Board; thereafter, and in the event of the amendment of the By-Laws of this corporation to provide that the office of Secretary and the office of Treasurer shall be filled by different individuals, then, and in that event, one member of the Board must be elected as Secretary, and one member must be elected as Treasurer.

An election for directors to serve on the executive board of this corporation was held on April 5, 1959, at 2:00 o'clock P.M., in the Girl Scout Hall, 620 Reserve Street, Boise, Idaho, by the members of Survivors of Wake, Guam and Cavite, at which time and place a majority of the members who were present voted to elect the following officers and directors to serve for the term provided for in the By-Laws of this corporation:

<u>Name</u>	<u>Office</u>	<u>Residence</u>
Albert Brueck	President and Director	Caldwell, Idaho
Larry Grant	Vice-President and Director	Boise, Idaho
Clyde F. Lawrence	Secretary-Treas. and Director	Boise, Idaho
J. L. Betts	Director	Nampa, Idaho
Oreal Johnson	Director	Boise, Idaho
J. O. Young, Jr.	Director	Nampa, Idaho
Clinton Haakonstad	Director	Boise, Idaho
Isaac J. Wardle	Director	Boise, Idaho
Cecil Bowyer	Director	Twin Falls, Idaho
Richard Pagoaga	Director	Boise, Idaho
L. S. McCurry	Director	Boise, Idaho

For at least two weeks prior to the holding of the election herein referred to, notice of the time and place of holding such election was given by publication in The Idaho Daily Statesman, a newspaper published in Boise, Ada County, State of Idaho, the city in which the election was held, and also by posting a like notice in a conspicuous place on the Girl Scout Hall, where said election was held, all of which allegations in this Article VII contained are fully set forth in and verified by the affidavit of Albert Brueck, who was the presiding officer of the members of said association, at which said election was held, which affidavit is marked Exhibit A, attached hereto, and by reference made a part hereof.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 17th day of April, 1959.

STATE OF IDAHO     )  
                              :   ss.  
County of Ada     )

On this 17th day of April, 1959, before me, the undersigned, a Notary Public in and for said State, personally appeared L. S. McCURRY,  
R. J. PAGOAGA and C. H. HAAKONSTAD, known to me to be the persons whose names are subscribed to the within instrument, and 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.

Lutz S. Morris

Notary Public for Idaho  
Residing at Boise, Idaho

(SEAL)

EXHIBIT A

STATE OF IDAHO    )  
                  : ss.  
County of Ada     )

ALBERT BRUECK, Being first duly sworn, deposes and says:

That he is a citizen of the United States, over the age of twenty-one years, and a member of Survivors of Wake, Guam and Cavite; that he was the presiding officer at a meeting of said association held at the Girl Scout Hall, 620 Reserve Street, Boise, Idaho, on Sunday, April 5, 1959, at 2:00 P.M.; that a majority of the members of said association were present, and voted at said meeting, and upon motion duly made, seconded and carried, the following resolution was unanimously adopted:

RESOLVED: That a social and benevolent corporation be formed under the laws of the State of Idaho for the purposes stated in the Articles of Incorporation of the proposed corporation submitted to this meeting, a copy of which was lodged with the Secretary, and that the meeting proceeded to elect eleven directors for said proposed corporation. That of the eleven directors to be elected, one shall be elected as Director and President, one shall be elected as director and Vice-President, and one shall be elected as director and Secretary-Treasurer, and the remaining eight shall be elected as directors. The director and President, the director and Vice-President, and the director and Secretary-Treasurer so elected shall hold office until the second annual meeting following this meeting. Thereafter, all such officers and directors shall hold office for a term of one year. The eight members elected as directors shall determine by lot which four of them shall hold office until the next annual meeting following this meeting, and which four of them shall hold office until the second annual meeting next following this meeting. Four directors shall be elected at each annual meeting following this meeting.

That thereupon, the members present proceeded by ballot to elect the above named officers and directors, and all of the members having voted, the polls having been closed, and the ballots cast at said election having been counted, it was found that the following persons had been unanimously elected for a term stated below:

<u>Name</u>	<u>Office</u>	<u>Term</u>
Albert Brueck	President and Director	Ending 2nd Annual Meeting
Larry Grant	Vice-Pres. and Director	Ending 2nd Annual Meeting
Clyde F. Lawrence	Sec. Treas. and Director	Ending 2nd Annual Meeting
J. L. Betts	Director	Ending 2nd Annual Meeting
Oreal Johnson	Director	Ending 1st Annual Meeting
J. O. Young, Jr.	Director	Ending 1st Annual Meeting
Clinton Haakonstad	Director	Ending 2nd Annual Meeting
Isaac J. Wardle	Director	Ending 2nd Annual Meeting
Cecil Bowyer	Director	Ending 1st Annual Meeting
Richard Pagoaga	Director	Ending 1st Annual Meeting

L. S. McCurry

Director

Ending 2nd Annual  
Meeting

And the Chairman of said meeting so announced.

That said meeting was duly called and held pursuant to notice published and posted for two weeks, as provided by law, proof of which publication and posting, by affidavits marked Exhibits B and C, hereto attached, is made a part hereof.

Albert Brueck

ALBERT BRUECK

Subscribed and sworn to before me this 16<sup>th</sup> day of April, 1959.

Anna M. Francis

Notary Public for Idaho  
Residing at Boise, Idaho

(SEAL)

EXHIBIT B

STATE OF IDAHO, }  
COUNTY OF ADA } ss.

Edith Ferguson, being duly sworn,  
deposes and says: That she is the Principal Clerk of The Idaho  
Daily Statesman, a daily newspaper printed and published at  
Boise, Ada County, State of Idaho, and having a general circula-  
tion therein and which said newspaper has been continuously  
and uninterruptedly published in said County during a period of  
twelve consecutive months prior to the first publication of the  
notice, a copy of which is attached hereto; that said notice was  
published in the regular Monday edition of The Idaho Daily  
Statesman in conformity with Sec. 60-108, Idaho Code, for

two consecutive weekly insertions  
beginning with the issue of March 23, 19 59,  
and ending with the issue of March 30, 19 59.

Edith Ferguson, Principal Clerk

Subscribed and sworn to before me this 31st day of  
March, 19 59.

Anna C. Young  
Notary Public for Idaho, Residing at Boise, Idaho.

NOTICE HEREBY IS GIVEN THAT  
a meeting of the members of SUR-  
CAVITIES OF WAKE, GUAM AND  
Scout Hall, 620 Reserve Street, Boise,  
Idaho, on Sunday, April 5, 1959, at  
2:00 o'clock P.M., for the purpose  
of considering and acting upon  
a proposal to organize a social  
club to be named Sur-  
cavities of Wake, Guam and Ca-  
vities, Inc., under the laws of the  
State of Idaho, particularly Chap-  
ter 11, Title 30, Idaho Code, and any  
proposal pertaining thereto, and for  
the election of officers, and the trans-  
action of other business as may  
come before the meeting.  
DATED this 18th day of March,  
1959. CLYDE E. LAWRENCE, Secretary.



EXHIBIT C

STATE OF IDAHO       )  
                          )     ss  
County of Ada        )

Glyde F. Lawrence    being first duly sworn, deposes and says:

That he is over the age of twenty one years, a citizen of the United States and the Secretary of "Survivors of Wake, Guam and Cavite"; that on the 18th day of March, 1959, a copy of the notice attached hereto was posted by him in a conspicuous place on the Girl Scout Hall, a building located at 620 Reserve Street, Boise, Ada County, Idaho, being the building where the election mentioned in said notice was held.

Glyde F. Lawrence

Subscribed and sworn to before me this 18th day of March, 1959.

J. D. Crumwell  
Notary Public for Idaho  
Residing at Boise, Idaho

SEA: