

**FILED**  
99 JUL 28 AM 9:17  
CLERK OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION  
OF  
SERVICE SEEKERS, INC.**

In compliance with the requirements of the laws of the State of Idaho relating to nonprofit corporations, including particularly Section 30-3-17 of the *Idaho Code*, the undersigned, in order to form a non-profit corporation for the purposes hereinafter stated, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**Name of Corporation**

The name of the Corporation shall be SERVICE SEEKERS, INC., hereinafter called the "Corporation."

**ARTICLE II**

**Office**

The initial principal office of the Corporation shall be located at number 5503 North Cattail Way, in the city of Boise, Idaho, and the initial registered agent at said address shall be Kris Rallens.

**ARTICLE III**

**Purpose and Powers of the Corporation**

This Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the *Internal Revenue Code*. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under either Section 501(c)(3) of the *Internal Revenue Code* or the corresponding section of any future federal tax code, or (b) by an Corporation, contributions to which are deductible under either Section 170(c)(2) of the *Internal Revenue Code* or the corresponding section of any future federal tax code.

IDAHO SECRETARY OF STATE

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Specifically, the purposes of this Corporation shall be to develop the character and leadership skills of its members and to serve both the communities within which the members live and other communities, as well. In addition, this Corporation shall have any and all other powers, rights, and privileges which a corporation organized under the *Idaho Non-Profit Corporation Act* by law may now or hereafter have or exercise.

#### ARTICLE IV

##### Membership

The Corporation shall have members who shall be those students who have actively participated in the activities and meetings of the Corporation in the manner set forth in the Bylaws.

#### ARTICLE V

##### Voting Rights

The Corporation shall have only one class of voting membership. Each member in good standing shall be entitled to one vote in all corporate matters except as provided otherwise in the Bylaws of the Corporation.

#### ARTICLE VI

##### Board of Directors

The affairs of the Corporation shall be managed by a Board of at least three (3), but not more than thirty (30), Directors at meetings duly held pursuant to the Bylaws and at which a quorum is present in person or by proxy. After the filing of these Articles, the size of the Board may be changed from time to time by the enactment or amendment of an appropriate Bylaw in the manner set forth in said Bylaws. A quorum shall consist of the presence of at least one-half ( $\frac{1}{2}$ ) of the Directors, either in person or by proxy.

The Board, by majority vote, shall elect and may remove any officer of the Corporation and any officer of the Club. The Board may veto or countermand any decision made by the members or by the officers of the Club.

The initial members of the Board of Directors of the Corporation shall be as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
Kris Rallens	5503 N. Cattail Way Boise, Idaho 83703
Kathryn Anne Scott Wierenga	10088 W. Springdale Court Boise, Idaho 83704
Kathy Reitz	4600 Goldenrod Avenue Meridian, Idaho 83642

## ARTICLE VII

### Dissolution

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Directors of the Corporation. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated and transferred for one or more exempt purposes within the meaning of either Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code, or shall be distributed either to the federal government, or to any state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Corporation is then located for such purposes or to such organizations as said Court shall determine, which organizations are organized and operated exclusively for such purposes.

## ARTICLE VIII

### Duration

Subject to the provisions of Article VII, above, the Corporation shall have a perpetual existence.

## ARTICLE IX

### Incorporator

The name and street address of the Incorporator of this Corporation is as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
Kris Rallens	5503 N. Cattail Way Boise, Idaho 83703

**ARTICLE X**

**Amendments**

Amendments of these Articles may only be enacted in conformity with the provisions of Section 30-3-91 of the Idaho Code. These Articles or the Bylaws of the Corporation may only be amended by the vote of two-thirds (2/3) of the Directors of the Corporation in accordance with Idaho law.

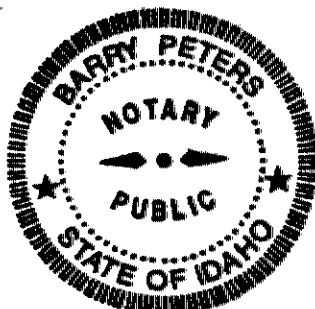
IN WITNESS WHEREOF, For the purpose of forming this corporation under the laws of the State of Idaho, the undersigned, constituting the sole Incorporator of this Corporation, has executed these Articles of Incorporation this 20<sup>th</sup> day of July, 1999.

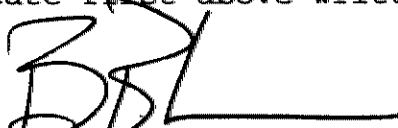
  
 \_\_\_\_\_  
 Kris Rallens, Incorporator

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

On this 20<sup>th</sup> day of July, 1999, before me, the undersigned, a Notary Public in and for said County and State, personally appeared KRIS RALLENS, known to me to be the person whose name is subscribed to the foregoing instrument, and who acknowledged to me that she executed the same.

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



  
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 Notary Public for Idaho  
 Residing at EAGLE, Idaho  
 My commission expires: 02/20/02

RALLENS.P01