



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

PANHANDLE REGIONAL PLANNING AND DEVELOPMENT COMMISSION, INC.

was filed in the office of the Secretary of State on the **fourteenth** day
of **February** A. D. One Thousand Nine Hundred **seventy-two** and
to be ~~is~~ **microfilm**
is duly recorded on Film No. _____ of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for

perpetual Existence from the date hereof, with its registered office in this State located at

Coeur d'Alene, Idaho the County of **Kootenai**

and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, 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 **14th** day of **February**
A.D., 19**72** .

Secretary of State.

ARTICLES OF INCORPORATION
OF
PANHANDLE REGIONAL PLANNING AND DEVELOPMENT COMMISSION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, citizens of the United States and residents of the State of Idaho, do hereby associate ourselves together to form a non-profit corporation, and in order to form a corporation for the purposes hereinafter stated under and pursuant to the provisions of Chapter 10 of Article 30, Idaho Code, and the laws of the State of Idaho relating to the organization of corporations where pecuniary profit is not the object, and we do hereby certify and declare as follows:

I.

NAME

The name of this corporation is PANHANDLE REGIONAL PLANNING AND DEVELOPMENT COMMISSION, INC.

II.

PLACE OF BUSINESS

The principal place of business and post office address of this corporation shall be in Coeur d'Alene, Kootenai County, Idaho. The corporation may have such other places of business as the directors shall hereafter determine.

III.

DURATION

The duration of the corporation shall be perpetual.

IV.

PURPOSES

This corporation is not organized for pecuniary profit nor shall it have any power to issue any capital stock, and no part of its earnings shall inure to any member, director or individual. The purposes and objects for which this corporation is formed are as follows:

To promote the welfare of Northern Idaho, the State of Idaho and the region as a whole; to improve the economic stability of said areas; to seek, accept and assist in the placement of new industries and to assist in the well-being and expansion of present industries of the region; to cooperate with all levels of government, local, state and federal, and with all interested private individuals and legal entities in the furthering of all such purposes; to accept and use any federal or state aid funds available, and any private funds which may be made available to the corporation for its uses and purposes; to make all necessary studies and surveys, to borrow money, to buy, sell, hold, acquire, own, mortgage, hypothecate, transfer, lease, exchange, trade or otherwise to acquire or dispose of real and personal property; to exercise those powers commonly exercised by natural persons and to do all acts or things useful or incidental to the purposes for which this corporation is constituted.

V.

MEMBERSHIP

The membership of this corporation shall be limited to those persons indicating an interest in the economic and orderly development of the region concerned and those persons now and hereafter serving as duly appointed, qualified and acting members in the Panhandle Regional Planning and Development Commission, who shall remain members of this corporation during their tenure as members of the Panhandle Regional Planning and Development Association and until their successor in said Association shall have been duly appointed and qualified. Membership in the corporation shall not entitle a person to any interest whatsoever in the assets of the corporation but only to participate in the management of the affairs of the corporation in meetings of the members regularly called and held within the period covered by such membership. Members' rights and interest shall be equal.

VI.

BOARD OF DIRECTORS

The number of directors of the corporation shall be not less than seven (7), nor more than thirty-six (36), as specified from time to time in the By-laws of the corporation. The initial Board of Directors shall consist of seven (7) directors whose names and addresses are as follows:

James Brockway - Bonner County Courthouse, Sandpoint, Idaho
Chester M. Rupp - 310 21st St., St. Maries, Idaho
Pat Powers - Shoshone County Courthouse, Wallace, Idaho
Earl McClellan - Route 2, Plummer, Idaho
Alvin J. Flory - Bonners Ferry, Idaho
James E. McKinnon, P. O. Box 790, Coeur d'Alene, Idaho
John W. McHugh - City Hall, Coeur d'Alene, Idaho
Eugene W. Ingalls - Kootenai County Courthouse, Coeur d'Alene, Idaho
Robert L. Noe - Box 768, Osburn, Idaho

VII.

SEAL

This corporation shall have a seal of a design as set forth in the
By-laws of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 4th-day
of February, 1972.

James J. Buckley

Chester M. Ruff

E. Pat. Powers

Earl McClellan

Alvin J. Hargy

James E. McKinnon

John W. M. Hugh

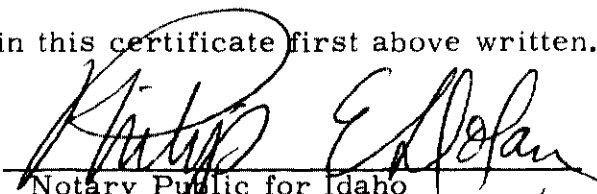
Eugene W. Ingalls

Robert A. Roe

STATE OF IDAHO)
) ss.
County of Kootenai)

On this 4th day of February, 1972, before me, the under-
signed, a Notary Public in and for the State of Idaho, personally appeared
JAMES BROCKWAY, CHESTER M. RUPP, PAT POWERS, EARL
McCLELLAN, ALVIN J. FLORY, JAMES E. McKINNON, JOHN W.
McHUGH, EUGENE W. INGALLS, and ROBERT L. NOE, known to me
to be the persons whose names are subscribed to the foregoing Articles
of Incorporation, and who acknowledged to me that they executed the same.

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


Notary Public for Idaho
Residing at Coeur d'Alene
Commission expires 3/21/72