

# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

**LOUISE R. CLAPP**

I, **Louis R. Clapp**, 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

**LEADORE GRAZING ASSOCIATION, INC.,**

was filed in the office of the Secretary of State on the **Fourth** day

of **April** **A. D. One Thousand Nine Hundred Sixty-six** and

is duly recorded on **microfilm** 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

**Leadore,** in the County of **Lewis,**

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 **4th** day of **April**,  
A.D., 19**66**.

Secretary of State.

ARTICLES OF INCORPORATION

1 KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned,  
2 all of full age and all citizens of the United States, have this  
3 day voluntarily associated ourselves together for the purpose of  
4 forming a non-profit corporation under Title 30, Chapter 10, of the  
5 Idaho Code, and we hereby certify:

6 **ARTICLE I**

7 That the name of the corporation shall be LEADORE GRAZING  
8 ASSOCIATION, INC.

9 **ARTICLE II**

10 That the purpose or purposes for which said association is  
11 formed are:

12 (a) To engage in the business of providing by purchase, lease  
13 or otherwise, lands for grazing and recreational purposes in the  
14 State of Idaho, for the use and benefit of its members and not for  
15 the purpose of direct gain to the association itself or of the  
16 members thereof.

17 (b) To own, operate and develop picnicking and other recrea-  
18 tional or grazing facilities.

19 (c) To hold, purchase, acquire, lease and convey real and  
20 personal estate; to borrow money for the use and needs of the  
21 association; and to pledge and/or mortgage real, personal and  
22 intangible property of said association as security therefor.

23 (d) To levy assessments upon its members for the acquisition  
24 by lease, purchase or otherwise of grazing or forage producing  
25 lands and for the construction and maintenance of improvements,  
26 operation, repair and betterments of grazing lands; for the  
27 maintenance of equipment and facilities thereon and for payment of  
28 the lawful obligations of the association.

29 (e) To do any and all things that may be incident or con-  
30 ductive to the aforesaid objects, or any of them, and exercise the  
31 usual powers of corporate bodies.

32 (f) To sue and be sued, complain and defend in any court of  
law or equity.

(g) To have a corporate seal, which may be altered at pleasure and to use the same by causing it or a facsimile thereof, to be impressed or affixed or reproduced or otherwise.

(h) To appoint such officers and agents as the business of the association shall require and to allow them suitable compensation.

(i) To make bylaws not inconsistent with the constitution or laws of the United States, or of this state, for the management of its property; the regulation and government of its affairs; and for the certification and transfer of its membership certificates.

(j) To wind up and dissolve itself, or to be wound up and dissolved in the manner provided by the statutes of this state.

### ARTICLE III

The principal place of business of the association shall be located at Leadore, in Lemhi County, State of Idaho.

#### ARTICLE IV

The affairs of the association shall be under the control of three (3) directors, and those who shall as directors manage the affairs of the association for the first year and until their successors are duly elected and qualified are:

Floyd A. Nilsson, President; Leadore, Idaho.

Maxwell F. Beveler, Secy.-Treas; Leadore, Idaho

Ivan L. Jones, Vice-President; Tendoy, Idaho

At the first annual meeting following the expiration of the one year period for which the directors herein designated will serve, and at each annual meeting thereafter, a new Board of Directors will be elected in accordance with the provisions of the bylaws of the association and the laws of the State of Idaho, in such cases made and provided.

## ARTICLE V

Section 1. Membership in this association shall represent the right to share with all other members in the use of the lands and facilities of the association for grazing purposes, proportionately

1 within the limits as shall be established in the bylaws of the  
2 association, subject to the payment of established grazing fees  
3 and assessments, and subject to the provisions of the by laws and  
4 regulations adopted by the Board of Directors to prevent overgrazing  
5 and other practices detrimental to the lands owned or operated by  
6 the association. No member's individual liability shall extend  
7 beyond the consideration paid by each member for his membership  
8 certificate.

9           Section 2. Priority for membership in this association shall  
10      be given to operators of not larger than family-size farms, with  
11      rights as to length of tenure and proximity of location to the  
12      grazing controlled by the association, sufficient in the judgment  
13      of the Board of Directors, to enable such operators to make full  
14      beneficial use of the grazing and services furnished by the  
15      association. A family-size farm shall be construed to mean a farm  
16      operated by one family which provides the entire management and  
17      more than fifty percent of the labor for such operation. The  
18      operator of a family-size farm together with the members of his  
19      immediate family, shall be entitled to and shall hold only one  
20      membership in the association.

21       Section 3. Membership in this association shall be trans-  
22       ferable and subject to mortgage or pledge only upon the approval  
23       of the Board of Directors. The above provision shall be recited  
24       in all certificates of membership issued.

## ARTICLE VI

26 The bylaws of the association for the management of its  
27 affairs shall be adopted by the members of said association, and  
28 said members will be empowered to amend or repeal said bylaws in  
29 accordance with the provisions thereof.

## ARTICLE VII

31 Cumulative voting shall not be allowed. Each member shall  
32 be permitted only one vote regardless of the number of members  
book in his immediate family.

ARTICLE VIII

1 This association shall have perpetual existence.

2 ARTICLE IX

3 The address of the initial registered office shall be Leadore,  
4 Idaho, and the name of the initial registered agent for the service  
5 of process is Maxwell F. Beyeler, Secretary-Treasurer, Leadore,  
6 Idaho.

7 ARTICLE X

8 There shall be issued to each member a certificate of member-  
9 ship and the rights and interests of all members shall be equal.

10 IN WITNESS WHEREOF, The persons who have associated themselves  
11 together to form this corporation have hereunto set their hands,  
12 this 17th day of March, 1966.

14 Address: Leadore, Idaho

Maxwell F. Beyeler

15 Address: Leadore, Idaho

Reva S. Beyeler

17 Address: Leadore, Idaho

Floyd A. Nilsson

18 Address: Leadore, Idaho

Dexter J. Nilsson

20 Address: Tendoy, Idaho

Ivan L. Jones

21 Address: Tendoy, Idaho

Doris M. Jones

23 STATE OF IDAHO

24 County of Lemhi--SS

25 On this 17th day of March, 1966, before me, the undersigned,  
26 a Notary Public in and for said state, personally appeared Floyd  
27 A. Nilsson and Dexter J. Nilsson, husband and wife; Maxwell F.  
28 Beyeler and Reva S. Beyeler, husband and wife; and Ivan L. Jones  
29 and Doris M. Jones, husband and wife; all known to me to be the  
30 persons whose names are subscribed to the within instrument and  
31 acknowledged to me that they executed the same.

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

Fred H. Snook  
33 Notary Public for Idaho, Residing at Salmon, Idaho.