

ARTICLES OF INCORPORATION

OF

MAGIC VALLEY ASTRONOMICAL SOCIETY, INC.

We, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the provision of Title 30, Chapter 3, Idaho Code, Annotated, providing for the incorporation of non-profit associations, and we adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is MAGIC VALLEY ASTRONOMICAL SOCIETY, INC.

ARTICLE II.

The period of its duration is perpetual.

ARTICLE III.

The purpose or purposes for which not for profit corporations are organized which are under charitable, educational, social, and aesthetic purposes or all lawful business for which not for profit corporations may be incorporated under the Idaho Business Corporation Act and as such may be amended.

The proceeding paragraph shall be construed as objects, purpose, and powers, but not in limitations thereof.

ARTICLE IV.

Membership

1. This Corporation shall have one or more class of members. The designation of such class or classes, the manner of election or appointment, and the qualification and right of the members of each class, shall be as set forth in the bylaws. There is no limit on the number of memberships.

ARTICLE V.

Powers

1. This corporation shall have all the conferred upon non-profit corporation pursuant To Title 30, Chapter 3, Idaho Code, Annotated.

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IDAHO SECRETARY OF STATE

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2. Notwithstanding the foregoing, the corporation shall exercise only such powers as are in furtherance of the purpose and object set forth in Article III hereof.

ARTICLE VI.

No Private Interest in Assets

This corporation is not organized for profit, and no part of the net earnings of the corporation shall ever inure to the benefit of any private member or individual. In event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property held by the corporation, after payments of all debts and obligations of the corporation, shall be transferred and conveyed to a charitable organization selected by a majority vote of the then directors.

ARTICLE VII.

Registered Office and Agent

The address of the initial registration office of the corporation is P.O. Box 5101 Twin Falls, Idaho 83303-5101, and the name of its registered agent at such address is: Forrest Ray. 631 FILER AVE #3A TWIN FALLS ID 83301

ARTICLE VIII.

Director

1. The number of directors constituting the initial Board of Directors of the Corporation is as set forth in the Bylaws, and the names and addresses of the persons who are to serve as Directors are as follows:

NAME	ADDRESS
Ken Thomason	706 East - 200 South Jerome, Idaho 83338
Forrest Ray	631 Filer Avenue #3A Twin Falls, Idaho 83301
Jay Sneddon	1037 Pahsimeroi Drive Twin Falls, Idaho 83301

Directors Continued

Jay A. Hartwell

1643 Julie Lane
Twin Falls, Idaho 83301

Tom Gilbertson

P.O. Box 5063
Twin Falls, Idaho 83301

2. The initial Board of Directors shall serve until the annual meeting of the Corporation or until their successors are duly elected and qualified.

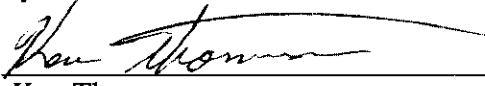
3. The qualification and terms of office of the Directors shall be set forth in the Bylaws.

ARTICLE IX.

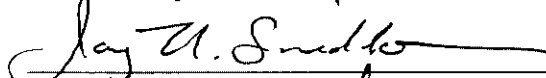
Incorporators


The initial Board of Directors are also the incorporators of the corporation, and the names and addresses of the incorporators are set forth in paragraph 1 of Article VIII.


IN WITNESS WHEREOF, we have hereunto executed these Article of Incorporation as of the 31st day of October 1999.


Ken Thomason


Forrest Ray


Jay Sneddon


Jay A. Hartwell


Tom Gilbertson

STATE OF IDAHO)

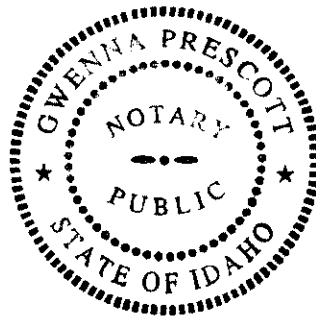
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County of Twin Falls

Ken Thomason, Forrest Ray, Jay Sneddon, Jay A. Hartwell and Tom Gilbertson

being first duly sworn on oath, depose and say: That they are the incorporators of Magic Valley Astronomical Society, the corporation within named; That they have read the foregoing Articles of Incorporation, know the contents thereof, and believe the same to be true to the best of their knowledge.

SUBSCRIBED AND SWORN to before me this 5th November day of ~~October~~ 1999.



Gwenha Prescott
NOTARY PUBLIC for Idaho
Residing at Jerome, ID

Comm. expires 6/29/05