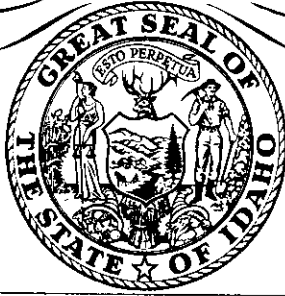


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

KIWANIS CLUB OF REXBURG, IDAHO, INC.

was filed in the office of the Secretary of State on the **Twenty-fifth** day of **June**, A. D. One Thousand Nine Hundred **Sixty-four** and is duly recorded on Film No. **129** 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

Rexburg in the County of **Madison**

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 **25th** day of **June**, A.D., 19 **64**.

Secretary of State.

(e) To provide through this club, a practical means to form enduring friendships, to render altruistic service, and to build better communities.

(f) To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism, and good will.

(g) For the purposes aforesaid, to take over the assets, rights and franchises of the unincorporated club, known as the Kiwanis Club of Rexburg, Idaho, and its members.

(h) To do all such things as are incidental or conducive to the attainment of the above objects.

FOURTH

The existence of this corporation is to be perpetual after the time of its incorporation unless sooner dissolved or disincorporated pursuant to law.

FIFTH

The principal place of the activities and the registered office of this corporation in this state shall be in the City of Rexburg, Madison County, State of Idaho.

SIXTH

This corporation is organized without capital stock. The rights and interests of all members shall be equal, and no member may acquire or have a greater interest therein than any other member. Membership in the corporation may be acquired in such manner and upon such terms and conditions as shall be prescribed by the By-Laws. Membership certificates shall be issued to each member of the corporation upon payment of the membership fee, and in compliance with the other qualifications and conditions of obtaining membership. The membership fee shall be in an amount to be fixed by the By-Laws. Annual or other periodic dues may be assessed in accordance with the provisions of the By-Laws. Members may resign their membership, or be expelled from membership, or be reinstated to membership, in accordance with terms and conditions to be provided in the By-Laws. Membership certificates shall not be subject to transfer.

SEVENTH

The number of directors of this corporation shall be not less than seven nor more than fifteen, as shall be fixed by the By-Laws of this corporation, and the number of directors may be increased or decreased within these limits from time to time by vote of the members in accordance with By-Laws of the corporation. The following incorporators of this corporation shall act as and constitute the Board of Directors of this corporation, to so serve until their successors are duly elected and qualified, it being contemplated that an annual meeting shall be held in accordance with the By-Laws of the corporation to duly elect and qualify successors to take office on the 1st day of January, 1965; said directors to serve until that time are as follows: Tommy Miyasaki, President; Terrell Arnold, Vice-President; Yale Peterson, Secretary; Max Benson, Treasurer; Warren Porter, Immediate Past President; Bart Jensen; M. D. Morrell; Kay Beck; Warren Widdison; Eldon Ladle; Dwayne Seeley.

EIGHTH

Each of the incorporators hereof has actually subscribed for membership in this corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 19th day of May, 1964, with our post office address set opposite our respective names.

| <u>Names</u> | <u>Addresses</u> |
|---------------------------|--------------------------|
| <u>Gordon S. Thatcher</u> | <u>Rexburg, Idaho</u> |
| <u>Harold D. Dyer</u> | <u>Rexburg, Idaho</u> |
| <u>W. H. Bell</u> | <u>Sugar City, Idaho</u> |
| <u>Alvin H. Harts</u> | <u>Rexburg, Idaho</u> |
| <u>Norman Brown</u> | <u>Rexburg, Idaho</u> |
| <u>Ernest A. Arnold</u> | <u>Rexburg, Idaho</u> |
| <u>Frankie L. Horn</u> | <u>Sugar City, Idaho</u> |
| <u>W. H. Harts</u> | <u>Rexburg, Idaho</u> |
| | <u>Rexburg, Idaho</u> |

NamesAddresses

| | |
|--------------------|----------------|
| Yule Peterson | Rexburg, Idaho |
| John W. Hansen | Rexburg, Idaho |
| John W. Hansen | Rexburg, Idaho |
| Walter H. Anderson | Rexburg, Idaho |
| Thomas D. Day | Rexburg, Idaho |
| Marion D. Howell | Rexburg, Idaho |
| Wm. H. Hansen | Rexburg, Idaho |
| Leonard Longworth | Rexburg, Idaho |
| John W. Hansen | Rexburg, Idaho |
| Robert F. Taylor | Rexburg, Idaho |
| Richard L. Davis | Rexburg, Idaho |
| David Hansen | Rexburg, Idaho |
| Glenn H. Hansen | Rexburg, Idaho |
| Mike L. Boyle | Rexburg, Idaho |
| John Matthews | Rexburg, Idaho |
| Lynn H. Hansen | Rexburg, Idaho |
| Art Porter | Rexburg, Idaho |
| Harmon Porter | Rexburg, Idaho |
| Wm. H. Hansen | " " |
| O. B. F. Hansen | Rexburg, Idaho |
| K. W. Beck | " " |

ARTICLES OF INCORPORATION

OF

KIWANIS CLUB OF REXBURG, IDAHO, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all citizens of the United States of legal age, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation, pursuant to Chapter 10, Title 30 of the Idaho Code, and under the laws of the State of Idaho, and

WE HEREBY CERTIFY:

FIRST

The name of this corporation is:

"KIWANIS CLUB OF REXBURG, IDAHO, INC."

SECOND

This corporation is not formed with pecuniary profit as the object.

THIRD

The objects for which incorporation is sought are:

(a) To give primacy to the human and spiritual rather than to the material values of life.

(b) To encourage the daily living of the Golden Rule in all human relationships.

(c) To promote the adoption and the application of higher social, business, and professional standards.

(d) To develop, by precept and example, a more intelligent, aggressive, and serviceable citizenship.

County of Madison.)

On this 19th day of May, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared GORDON S. THATCHER, HAROLD D. HILL, SETH H. BILLS, JAMES H. BARRETT, NORMAN BROWN, TERRELL L. ARNOLD, TOMMY MIYASAKI, FRANKIE THOMPSON, DARRELL J. WASDEN, YALE PETERSON, ROSS N. REESE, WESTON LAWRENCE, WARREN WIDDISON, G. DWAYNE SEELEY, MARRINER D. MORRELL, GRAY CLAWSON, LEONARD LONGHURST, CARROLL CLEMENT, J. ELTON LADLE, RICHARD L. DAVIS, KEITH LARSEN, BLAINE H. PASSEY, NILE L. BOYLE, TOM MATTHEWS, LYNN NEUENSWANDER, ART PORTER, WARREN PORTER, MAX L. BENSON, DR. B. F. JENSEN, and K. W. BECK known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that he 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.

Larry W. Riebig
Notary Public for the State
of Idaho
Residing at Rexburg, Idaho
My Commission Expires: 1-26-67