

ARTICLES OF INCORPORATION  
OF  
IDAHO CCIM CHAPTER, INC.

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2012 DEC 12 PM 4:03  
SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, acting as the incorporators of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

Article I Name.

The name of the Corporation is:

"IDAHO CCIM CHAPTER, INC."

Article II Nonprofit Status.

The Corporation is a nonprofit corporation.

Article III Period of Duration.

The period of duration of the Corporation is perpetual.

Article IV Registered Office and Agent.

The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is 398 South 9<sup>th</sup> Street, Suite 260, Boise, Idaho 83702 and the name of the initial registered agent at this address is LeAnn Hume.

Article V Purposes.

The purposes for which the Corporation is organized and will be operated are as follows:

- a. To enhance the technical knowledge, professional skills and business relationships of every CCIM member;
- b. To create and deliver unique and outstanding educational, mentoring and networking opportunities;
- c. For any other purpose lawful in the state of Idaho

Article VI Limitations.

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other

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activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended from time to time.

#### Article VII Members.

The Corporation shall have members who shall have such rights, including the right to vote, as are provided in the Act that are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. A qualified publishing industry company or individual, in accordance with the Corporation's Bylaws, may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors.

#### Article VIII Board of Directors.

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. However, under no circumstances shall the number of Directors be less than three (3). Each Director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jay Story	950 W. Bannock Street, Ste. 1100, Boise, Idaho 83702
LeAnn Hume	398 S. 9th Street, Ste. 260, Boise, Idaho 83702
Rhonda Garland	1065 S. Allante Place, Boise, Idaho 83709
Steve Cannariato	855 Broad Street, Ste. 300, Boise, Idaho 83702
Lew Manglos	755 Front Street, Ste. 300, Boise, Idaho 83702
Dave Winder	398 S. 9 <sup>th</sup> Street, Ste. 260, Boise, Idaho 83702
Tim Sullivan	1412 W. Idaho Street, Ste. 110, Boise, Idaho 83702

#### Article IX Membership Dues.

Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

Article IX Distribution on Dissolution.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to any successor in interest of the Corporation. If no such successor in interest is in existence, upon dissolution of the Corporation shall distribute all assets of the Corporation to the CCIM Educational Foundation, which is an exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations.

Article XI Incorporator.

The names and street addresses of the persons constituting the initial Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Jay Story	950 W. Bannock Street, Ste. 1100, Boise, Idaho 83702
LeAnn Hume	398 S. 9th Street, Ste. 260, Boise, Idaho 83702
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Article XII Bylaws.

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this 12<sup>TH</sup> day of DECEMBER, 2012.

Incorporators:

  
Jay Story

  
LeAnn Hume

*R Garland*

Rhonda Garland

*Steve Cannarito*

Steve Cannarito

*L Manglos*

Lew Manglos

*Dave Winder*

Dave Winder

*Tim Sullivan*

Tim Sullivan