

**ARTICLES OF INCORPORATION  
OF  
SECOND AMENDMENT LEGAL DEFENSE FOUNDATION, INC.**

**FILED EFFECTIVE**  
**2016 FEB 25 PM 4:44**  
SECRETARY OF STATE  
STATE OF IDAHO

The undersigned, acting as the incorporator 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 Second Amendment Legal Defense Foundation, Inc.

**ARTICLE II  
STATUS**

The Corporation is a nonprofit corporation.

**ARTICLE III  
PURPOSES**

The purposes for which the corporation is organized are as follows:

- A. To promote the social welfare and common good by defending against and eradicating the infringement of civil rights guaranteed by the U.S. Constitution to all citizens of the United States of America.
- B. To engage in any lawful act or activity for which corporations may be organized under Title 30, Chapter 3 of the Idaho Code and not inconsistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3) (or the corresponding provisions of any future United States Internal Revenue law).

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C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including but not limited to, the power to accept, acquire and to solicit, by gift, devise, bequests, or otherwise, donations, money and property, whether real or personal, or any other things of value, from any person, firm or Corporation, including any municipality, county, or state of the United States of America, and to hold, manage, administer, use and invest as may be directed by the donor or as the Board of Directors of the Corporation may determine in the absence of such direction. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

#### **ARTICLE IV**

##### **DURATION**

The Corporation is to have perpetual existence.

#### **ARTICLE V**

##### **REGISTERED AGENT AND REGISTERED OFFICE**

The name of the registered agent and address of the registered office is:

<b>Name</b>	<b>Address</b>
Alexandria Kincaid	1079 S. Ancona Ave. Suite 120F Eagle, ID 83616

#### **ARTICLE VI**

##### **EARNINGS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on

behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## **ARTICLE VII**

### **DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors. The number of directors of the Corporation shall be as specified in the Corporation's Bylaws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the Corporation's Bylaws, provided that the number of Directors of the Corporation shall not be less than three (3). Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of the shareholders and until their successors are elected and qualified. Cumulative voting of shares in the election of directors shall not be allowed.

The number of directors constituting the initial board of directors of this Corporation is three (3) whose names and addresses, are as follows:

<b>Name</b>	<b>Address</b>
Alexandria Kincaid	1079 S. Ancona Ave. Suite 120F Eagle, ID 83616
Eric E. Kincaid	1079 S. Ancona Ave. Suite 120F Eagle, ID 83616
Christel Breckon	33904 North Road Kendrick, ID 83537

## **ARTICLE VIII**

### **INDEMNIFICATION AND LIMITATION ON LIABILITY**

There shall be no personal liability, either direct or indirect, of any director of the Corporation to the Corporation or its shareholders for monetary damages for any breach or breaches of fiduciary duty as a director; except that this provision shall not eliminate the liability of a director to the Corporation or to its shareholders for monetary damages for any breach, act,

omission, or transaction as to which the Act (as in effect from time to time) prohibits expressly the elimination of liability. This provision shall not limit the rights of directors of the Corporation for indemnification or other assistance from the Corporation. Any repeal or modification of the foregoing provisions of this Article by the shareholders of the Corporation, or any repeal or modification of the Act which permits the elimination of liability of directors by this Article, shall not affect adversely any elimination of liability, right, or protection of a director of the Corporation with respect to any breach, act, omission, or transaction of such director occurring prior to the time of such repeal or modification.

In addition to the other powers now or hereafter conferred upon the Corporation by these Articles of Incorporation, the Act or otherwise, the Corporation shall possess and may exercise all powers to indemnify directors, officers, employees, fiduciaries, and other persons and all powers whatsoever incidental thereto (including, without limitation, the power to advance expenses and attorneys' fees and the power to purchase and maintain insurance with respect thereto), to the full extent permitted by Idaho law as now in effect and as amended from time to time. The board of directors is hereby authorized on behalf of the Corporation, and without shareholder action, to exercise all of the Corporation's powers of indemnification, whether by provision in the bylaws or otherwise.

## **ARTICLE IX**

### **MEMBERS**

The Corporations shall have members who shall have such rights as are provided in the Act except as otherwise set forth in these Articles or as provided for in the Corporation's Bylaws.

## **ARTICLE X**

### **DISTRIBUTION ON DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal

office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### ARTICLE XI INCORPORATOR

The name and address of the incorporator is: Alexandria Kincaid, and the street address and count of the initial registered office of the corporation is: 1079 S. Ancona Ave. Suite 120F, Eagle, ID 83616.

### ARTICLE XII BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned has subscribed these Articles of Incorporation effective as of the 25<sup>th</sup> day of February, 2016.

  
Alexandria Kincaid  
Incorporator

IDAHO SECRETARY OF STATE

02/25/2016 05:00

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