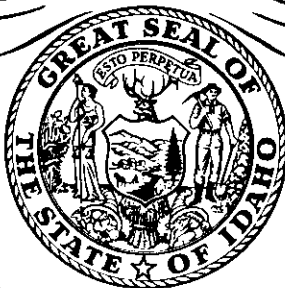


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

Pend d'Oreille Arts Council, Inc.

was filed in the office of the Secretary of State on the **J 14th** day
of **June** A. D. One Thousand Nine Hundred **Sevanty-eight** and
will be
/ is duly recorded on **Film-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
Sandpoint, Idaho in the County of **Bonner**
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive 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 **14th** day of **June**
A.D., 19**78** .

Secretary of State.

ARTICLES OF INCORPORATION

OF

PEND d'OREILLE ARTS COUNCIL, INC.

SECRETARY OF
STATE

198 JUN 14 PM 3:00

RECORDED

WE, THE UNDERSIGNED, citizens of the United States and of the State of Idaho being of full legal age and having associated ourselves together for the purpose of forming a non-profit corporation pursuant to the laws of the State of Idaho (Idaho Code Section 30-1001, etc.) do enter into and adopt the following Articles of Incorporation:

ARTICLE 1.

The name of the corporation is Pend d'Oreille Arts Council, Inc.

ARTICLE 11.

The principal office of the corporation is P. O. Box 1694, Sandpoint, Idaho 83864.

ARTICLE 111.

The objects and purposes for which this corporation is organized are as follows:

(a) To provide for the integration and perpetuation of Art forms and practices in the Community; to promote and sponsor workshops, seminars, demonstrations, lectures, competitions, festivals and other productions in the Arts; to encourage understanding and participation in the Arts; to work actively toward the realization of a Community Arts Building and Complex for the purpose of exhibiting Arts and the aforesaid activities; to raise money and solicit donations for the purpose of carrying out the aforesaid goals and objectives; to create and sponsor programs that will benefit local and visiting artists, and to award scholarships and grant prizes and financial aid to Artists.

(b) To receive and maintain funds, property and services and apply them, or the income thereof to the above stated purposes; and to carry on, encourage and aid research, informational, charitable, and cooperative activities in furtherance of the above stated purposes by and among members of this association.

(c) To conduct these activities and to achieve these objectives without pecuniary profit.

(d) To do everything and anything reasonable necessary, suitable, proper, convenient, or incidental to the aforesaid purposes, or which may properly be done by a membership corporation organized for such purposes under the laws of the State of Idaho, and to possess all proper powers, rights and privileges permitted by such a corporation by the laws of the State of Idaho.

(e) To own real and personal property and to enter into leases, agreements and to sell, buy, convey and acquire the same, and to contract debts, issue notes and other evidences of indebtedness and to enter into any and all contracts, agreements and franchise that may become necessary to carrying out the purposes aforesaid.

ARTICLE IV.

The time of the existence of this corporation shall be perpetual.

ARTICLE V.

The government and business affairs of this corporation shall be managed by a Board of Directors of not less than five (5) members. Said Board of Directors shall be elected at such time and for such periods of as may be fixed by the By-Laws of this organization.

ARTICLE VI.

This corporation is not organized for pecuniary profit and shall have no capital stock. No member shall have or acquire any right, title or interest in any of the earnings or accumulations of this corporation, or its property. The right and interest of all members shall be equal and each shall have an equal voice and right at all meetings of members and the right of equal privileges upon the payment of the uniform dues or charges as may be fixed in the By-Laws of the organization.

ARTICLE VII.

The management of this corporation shall be in the Board of Directors. The names and residences of the Directors until the first annual meeting of the corporation are as follows:

Stephen F. Cobourn	<u>HCR 68 Box 348 SANDPOINT, ID.</u>
Phyllis Sommers	<u>HCR 66, Box 646A, SANDPOINT, ID.</u>
Betty Benson	<u>Rt. 3, Box 298, SANDPOINT, ID. 83864</u>
Catherine Cobourn	<u>HCR 68 Box 348, Sandpoint, ID 83864</u>
<i>Anna - Cobourn</i>	<u>Rt. 1 Box 466 Sandpoint, Id</u>

IN WITNESS WHEREOF, we the undersigned, have hereunto set our hands
this 31st day of May, 1978.

Stephen F. Cobourn

Catherine Cobourn

Betty F. Benson

Phyllis Somers

Linda E. Ayers

STATE OF IDAHO)
 SS
County of Bonner)

On this 31st day of May, 1978, before me, the undersigned a
Notary Public in and for said State, personally appeared STEPHEN F.
COBOURN, PHYLLIS SOMMERS, BETTY BENSON, CATHERINE COBOURN and Linda E. Ayers
known to me to be the persons whose names are subscribed
to the foregoing instrument, and acknowledged to me that they executed
the same.

IN WITNESS WHEREOF, I have hereunto set my hands and seals on the
date last above written.

Deputy Notary Public
Notary Public in and for the State of
Idaho, residing at Sandpoint.