

CERTIFICATE OF INCORPORATION
OF

BROADWAY PARK MERCHANTS ASSOCIATION, INC.

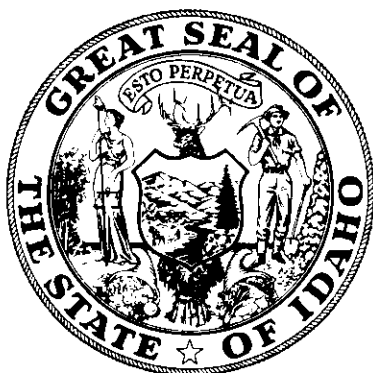
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BROADWAY PARK MERCHANTS ASSOCIATION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated June 18, 19 86.



SECRETARY OF STATE

Corporation Clerk

JUN 18 10 29 AM '86

~~NOTHING IS TO BE~~

ARTICLE OF INCORPORATION - NON-PROFIT CORPORATION

OF

BROADWAY PARK MERCHANTS ASSOCIATION, INC.

ARTICLE I

The name of the Corporation shall be Broadway Park Merchants Association, Inc.

ARTICLE II

The principal office of this Corporation for conducting its business is and shall be located in Ada County, State of Idaho. Its registered agent shall be now as Russell E. Reed, 2110 Broadway Avenue, Boise, Idaho 83706.

ARTICLE III

The purpose for which this Corporation is formed are as follows:

1. To promote Broadway Park Merchants and make Broadway Park a better center to shop.
2. To initiate and organize planned Broadway Park promotions and activities for participation by merchants and customers.
3. This Association is not organized for profit and any monies collected are for the sole purpose stated above.
4. To have and to exercise all powers and to do and perform all acts and things which shall or may be necessary, proper or desirable, to conduct any and all of the business and carry out the purposes for which this Corporation is formed or which may be incident thereto.
5. The statement of purposes specified above and enumeration thereof shall not limit nor restrict in any manner the general powers now or hereafter conferred upon this Corporation by the laws of the State of Idaho.
6. To maintain services to encourage good neighborhood relations.

ARTICLE IV

This Corporation is organized in accordance with the laws of the State of Idaho, pertaining to non-profit corporations.

ARTICLE V

This Corporation shall be non-stock and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE VI

The duration of the Corporation shall be unlimited and perpetual.

ARTICLE VII

The membership requirements and qualifications in this Corporation shall be set forth in the By-Laws.

ARTICLE VIII

The officers term and duties of this Corporation shall be as set forth in the By-Laws.

ARTICLE OF INCORPORATION - NON-PROFIT CORPORATION OF
BROADWAY PARK MERCHANTS ASSOCIATION, INC.

Page 2


ARTICLE IX

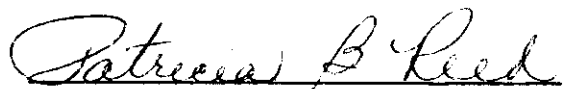
The membership of this Corporation shall adopt appropriate By-Laws designed to further and enhance the objects and purposes for which this Corporation is organized.

ARTICLE X

These articles may be amended by a two-thirds vote of the membership of the Broadway Park Merchant Association, Inc.

In witness whereof, the undersigned incorporators and directors have executed these articles of incorporation on this _____ day of _____, 1986.


Russell E. Reed
2110 Broadway Avenue
Boise, Idaho 83706


Patricia B. Reed
2110 Broadway Avenue
Boise, Idaho 83706

STATE OF IDAHO } SS
COUNTY OF ADA)

On this _____ day of _____, 1986, before a notary public in and for said State, personally appeared known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they 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.

Notary Public for Idaho residing
at Boise, Idaho

Date