

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

SILVER SAGE ARTS COUNCIL, INC.

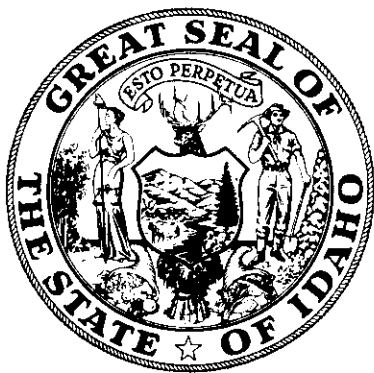
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

SILVER SAGE ARTS COUNCIL, 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 December 31, 19 80



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
SILVER SAGE ARTS COUNCIL, INC.

DEC 31 AM 9 20
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being of legal age and being citizens of the United States of America and residents of the State of Idaho, do hereby as incorporators hereof, form a non-profit cooperative association under the laws of the State of Idaho, according to and in compliance with Title 30, Chapter 3, Idaho Code, and do hereby adopt Articles of Incorporation, as follows:

ARTICLE I

NAME

The name of this corporation shall be SILVER SAGE ARTS COUNCIL, INC.

ARTICLE II

PURPOSES

The purposes for which this corporation is formed are, as follows:

1. To foster, support, promote and provide educational and artistic forms of expression of all kinds, including, but not limited to, music, dance, drama, folk art, creative writing, architectural and associated works, painting, sculpture, graphics, craftwork, industrial design, costume and fashion design, photography, movies, television, radio, tape and sound reproductions, and all other arts related to the presentation, performance, interpretation and exhibition of cultural art forms.

2. To encourage, establish and maintain high levels of art excellence and creativity in eastern Idaho for the general public to

enjoy without discriminating against any person by reason of race, creed, religion, sex or national origin.

3. To engage in programs organized to effectuate the purposes of the National Foundation on the Arts and the Humanities Act of 1965, including, but not limited to, productions, workshops and all other relevant projects designed to enhance the artistic development and enjoyment of all amateur and professional art participants.

4. To complement, aid and assist other programs for the advancement of the arts by federal, state, regional, local and private agencies and their organizations.

5. To receive monies, equipment or labor from any source, whether private, city, county, state, federal, or whatever, or purchase, convey, mortgage, and lease all kinds of real and personal property or otherwise use funds for the accomplishment of the purposes stated herein.

6. To borrow money and to draw, make, accept, endorse, assign, guarantee, execute and issue notes, checks, drafts, bonds, debentures, negotiable instruments and other instruments for the payment of money and to mortgage or pledge its property to secure such obligations.

7. To have, exercise and enjoy all powers now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all the powers and privileges granted to corporations under Title 30, Chapter 3, Idaho Code, and in present and future amendments thereto, and to engage in any other activity and to do any act or other thing necessary to carry into effect the aforementioned purposes.

8. To exercise and perform all of the above-described powers both within and without the State of Idaho.

9. To have specifically, and exclusively, a charitable and educational purpose for all of its activities, and to have no purpose nor engage in any activity which would not be charitable or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS: REGISTERED AGENT

The post office address of the registered office of the corporation is 75 E. Judicial Street , City of Blackfoot, County of Bingham, State of Idaho, 83221. The name of the corporation's registered agent and registered agent's address is: *Sandra Finlayson* ^{155 PM} *Blackfoot*
City of Blackfoot, County of Bingham, State of Idaho 83221.

ARTICLE IV

DURATION

The duration of this corporation shall be perpetual.

ARTICLE V

MEMBERS

This corporation is organized without capital stock, and the rights and interests of all its members shall be equal. The qualifications for membership shall be as provided in the By-Laws.

ARTICLE VI

INCORPORATORS

The names and addresses of the Incorporators are:

<u>Name</u>	<u>Address</u>
Estelle Glarborg	Route 6, Box 329, Blackfoot, Idaho
Richard C. Hammond	Route 5, Box 314, Blackfoot, Idaho
Sandra J. Finlayson	359 S. Shilling, Blackfoot, Idaho
James K. Atchison	Route 3, Box 364, Blackfoot, Idaho
Saverio Miraldi	157 W. Center, Blackfoot, Idaho

ARTICLE VII

BOARD OF DIRECTORS

The Board of Directors of the corporation shall consist of no fewer than five (5) and not more than nine (9) members. The names and addresses of the initial Directors of the corporation are:

<u>Name</u>	<u>Address</u>
Richard Hammond	Route 5, Box 314, Blackfoot, ID 83221
Sal Miraldi	Box 192, Blackfoot, ID 83221
Jylene Morgan	404 Dewey, Blackfoot, ID 83221
Rachel Lawyer	339 Collins, Blackfoot, ID 83221
Sandra Finlayson	359 S. Shilling, Blackfoot, ID 83221
Bonnie Hatch	Box 374, Blackfoot, ID 83221
Susan Mann	436 Court, Blackfoot, ID 83221
Caddo Wadsworth	Box 554, Blackfoot, ID 83221
Nelda McClellan	341 S. Fisher, Blackfoot, ID 83221

ARTICLE VIII

LIMITATION ON EXPENDITURES AND ACTIVITIES

No part of the net earnings 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 II 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 statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Law, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court 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.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this ____ day of October, 1980.

Estelle Glarborg
Estelle Glarborg

Richard C. Hammond
Richard C. Hammond

Sandra J. Finlayson
Sandra J. Finlayson

James K. Atchison
James K. Atchison

Saverio Miraldi
Saverio Miraldi

STATE OF IDAHO)
 : ss.
County of Bingham)

On this 21st day of October, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared ESTELLE GLARBORG, RICHARD C. HAMMOND, SANDRA J. FINLAYSON, JAMES K. ATCHISON AND SAVERIO MIRALDI, known to me to be the persons whose names are subscribed to the within and foregoing 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.

(SEAL)

Sara J. Staub
Notary Public for State of Idaho
Residing at Blackfoot, Idaho
My Commission expires: Life