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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

COEUR D'ALENE PARKS AND RECREATION FOUNDATION, INC.

A NON-PROFIT CORPORATION OF THE STATE OF IDAHO

I, the undersigned, acting as the incorporator of a corporation under the provisions of IDAHO CODE § 30-3-1, the Idaho Nonprofit Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE I -
NAME**

The name of the corporation shall be Coeur d'Alene Parks and Recreation Foundation, Inc.

**ARTICLE II -
PURPOSE**

This corporation is a non-profit corporation as defined in Section 501 (c) (3) of the U.S. Internal Revenue Code as now in existence or as hereafter amended, and its purpose is to raise funds and utilize those funds for developing, maintaining, and improving parks and recreation within the area of city impact of Coeur d'Alene, Kootenai County, Idaho, and to engage in any lawful activity as allowed by Idaho Code 30-3-23 in order to achieve said purpose.

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**ARTICLE III -
INITIAL DIRECTORS**

The initial Board of Directors shall consist of seven (7) Directors whom shall be nominated by the Mayor of the City of Coeur d'Alene, Kootenai County, State of Idaho. Thereafter the number of Directors and the terms they shall serve shall be as set forth in the By Laws of the Corporation, as adopted at the organizational meeting of the Corporation. The names and addresses of the initial Board of Directors who shall serve until the next annual meeting of the Board of Directors are:

Steve Flerchinger
P.O. Box 2438
Hayden, ID 83835

Teresa Runge
905 Boyd Avenue
Coeur d'Alene, ID 83814

Sherry Lenarz
4597 S. Greenfield
Coeur d'Alene, ID 83814

Ron Ouren
5031 E. Inverness Drive
Post Falls, ID 83854

Jon Mueller
208 N. 4th Street
Coeur d'Alene, ID 83814

Steve Wetzel
5510 N Parkwood Lane
Coeur d'Alene, ID 83815

Dick Barclay
1203 E. Lakeshore Drive
Coeur d'Alene ID 83814

**ARTICLE IV -
INITIAL OFFICE & AGENT**

The address of the corporation's initial registered office and the name of the initial registered agent is:

REGISTERED OFFICE

710 Mullan Avenue
Coeur d'Alene, Id 83814

REGISTERED AGENT

Doug Eastwood

**ARTICLE V -
INCORPORATOR**

The name and address of the sole incorporator is:

Doug Eastwood
710 Mullan Avenue
Coeur d'Alene, Id 83814

**ARTICLE VI -
MEMBERSHIP**

This corporation shall not have members.

**ARTICLE VII -
DISSOLUTION**

Upon 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 assets not so disposed of shall be disposed of by a court of competent jurisdiction of the

county in which the principle office of 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 VIII - RESTRICTIONS


No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, if any, trustees, offices, 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, nor 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, 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 as now in existence or as hereafter amended, or (b) by a corporation, contributions to which are deductible under

Section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IX -
AMENDMENTS**

These Articles of Incorporation shall be subject to amendment from time to time as provided by law, except that no such amendment shall be made which would change the objective or purpose of this corporation to include objectives or purposes which would not be exclusively charitable or which would permit the net earnings of the corporation to inure to the benefit of a member, if any, donor or private individual, or which would permit any activity not permitted to be conducted or carried on by an organization exempt under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

DATED this 5TH day of NOVEMBER, 2003.


Doug Eastwood, Incorporator
710 Mullan Avenue
Coeur d'Alene, Id 83814