

# State of Idaho



## Department of State

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

**BOISE ASSOCIATION OF IDAHO INSURANCE ADJUSTERS, INC.**

was filed in the office of the Secretary of State on the **Second** day of **November**, A. D. One Thousand Nine Hundred **Sixty-four** and ~~will be~~ **is** duly recorded on ~~FRONT~~ **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 **Boise** in the County of **Ada** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative 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 **2nd** day of **November**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

BOISE ASSOCIATION OF IDAHO INSURANCE ADJUSTERS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are citizens of the United States of America and residents of the State of Idaho, have this day voluntarily associated ourselves together, and do hereby and by these Articles of Incorporation, unite and associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho, Chapter 10, Title 30, Idaho Code, for the purposes hereinafter stated.

I

The name of this corporation shall be:

"BOISE ASSOCIATION OF IDAHO INSURANCE ADJUSTERS, INC."

II

The term for which this corporation shall exist shall be perpetual.

III

The location and post office address of the registered office of this corporation shall be Boise, Ada County, Idaho.

IV

The objects and purposes for which this corporation is formed shall be and are:

(1) To promote harmony and cordial business relations among the members; to exchange information concerning matters of interest; to discuss common problems and to develop a high standard of ethics; to promote the general welfare of the companies represented.

(2) To ensure through cooperation of its members, such administration of insurance claims as will result in prompt and just settlement of meritorious claims.

(3) To promote plans for cooperation in vigorously resisting collusion, deception and false or fraudulent claims and promptly to discourage and expose dishonest, unscrupulous and unethical practices, whether indulged in by professional men or laymen.

(4) It is the intention of the incorporators of this Corporation that the foregoing clauses shall be construed both as objects and powers, and the foregoing enumeration of specific objects and powers shall not be construed to limit or restrict in any manner the powers of this corporation, but said Corporation shall have the power to do all and everything necessary, suitable, convenient, or proper for the accomplishment of its purpose, or the attainment of any one or more of the objects hereinabove enumerated, or incidental to the purpose and objects

hereinabove named, and which is permitted under the laws of the State of Idaho, under which this corporation is organized, to the same extent and as fully as a natural person might or could do.

V

The governing body of this corporation shall be managed and conducted by a Board of not less than three directors, the exact number of directors to be specified by the By-laws; the first Board of Directors shall be elected at the first meeting of the members of this corporation and successive or additional Board members shall be elected as provided by the By-laws.

VI

The Board of Directors of this corporation may meet and transact the business of this corporation either at the principal place of business herein designated, or at such other place as may be designated by resolution of the Board of Directors.

VII

This corporation is not organized for pecuniary profit, and it shall not have or issue any capital stock, but membership shall be evidenced by membership certificates. Membership in the corporation shall not entitle a person to any interest whatsoever in the assets of the corporation, but only to participate in the management of the affairs of the corporation, in

meetings of the members legally called and held within the period covered by the membership. The rights of all members shall be equal, and no member can have or acquire a greater interest herein than that of any other member.

VIII

Fees for admission, assessments or dues to carry on the business of the Association and reimbursement for services rendered and expenses incurred by the Association for its members, the time of payment and manner of collecting amounts due and for forfeiture of the interest of a member in the Association for non-payment thereof shall be provided in the By-laws of the corporation.

IX

The names and addresses of the incorporators are as follows:

Arthur Liese	Boise, Idaho (1615 Martha)
Robert Fraundorf	Boise, Idaho (2107 North 20th)
John Minifie	Boise, Idaho (3701 Rose Hill)
Lyle B. Vanderhoef	Boise, Idaho (5817 Norwood Dr.)
Dick Schneider	Boise, Idaho (52 Horizon Drive)

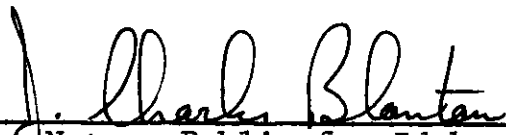
IN WITNESS WHEREOF, The above named parties, as incorporators of the BOISE ASSOCIATION OF IDAHO INSURANCE ADJUSTERS, INC., hereunto subscribed their names at Boise, Idaho, this 29<sup>th</sup> day of October, 1964.

<u>Robert C. Fraundorf</u>	<u>Richard Schneider</u>
<u>John J. Minifie</u>	<u>Arthur Liese</u>
<u>Lyle B. Vanderhoef</u>	

STATE OF IDAHO)  
County of Ada ) ss

On this 29<sup>th</sup> day of October, 1964, before me, the undersigned, a Notary Public in and for said State, personally appeared Arthur Liese, Robert Fraundorf, John Minifie, Lyle B. Vanderhoef and Dick Schneider, 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.

  
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Notary Public for Idaho  
Residing at Boise, Idaho