

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

VALLEY ECONOMIC RESOURCE CENTER, INCORPORATED

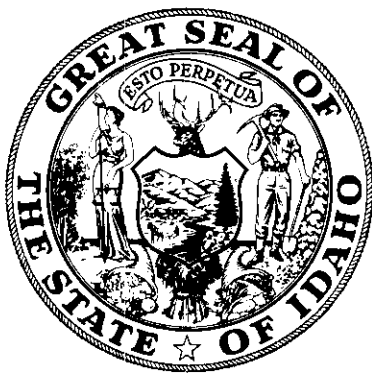
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

VALLEY ECONOMIC RESOURCE CENTER, INCORPORATED

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 May 11, 19 83.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF INCORPORATION OF  
VALLEY ECONOMIC RESOURCE CENTER, INCORPORATED

ARTICLE I - NAME

The name of the corporation is the Valley Economic Resource Center, Incorporated.

ARTICLE II - NONPROFIT STATUS

The corporation formed herein is a nonprofit corporation.

ARTICLE III - DURATION

The duration of this corporation shall be perpetual.

ARTICLE IV - MEMBERS

The corporation shall have no members and its initial Board of Directors shall be approved by the Lewis Clark Economic Development Corporation.

ARTICLE V - PURPOSE

The purpose or purposes for which the corporation is organized are as follows:

1. The purpose of this corporation shall be to engage in any lawful activity authorized by Title 30, Chapter 1 and Chapter 3 of the Laws of the State of Idaho and by Chapter 24.03 of the Revised Code of Washington.
2. To provide information for and to promote and assist the growth and development of the economy of the Lewis-Clark Valley.
3. To enter into, make and perform contracts of every kind or description;
4. To borrow or raise monies for any other purposes of the corporation and from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or non-negotiable instruments and evidences of indebtedness and to secure the payments of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation whether at the time owned or thereafter acquired and to sell,

ARTICLES

KIM J. TROUT  
ATTORNEY AT LAW  
BOLLINGER PLAZA  
SUITE 104  
LEWISTON, IDAHO 83501  
TELEPHONE (208) 749-1234

pledge or otherwise dispose assets, bonds or other obligations of the corporation for its corporate purposes;

5. This corporation, in pursuit of the purpose or purposes set forth above, shall not undertake or participate in any political activity of any nature.

#### ARTICLE VI - REGISTERED AGENT

The street address of the initial registered office is LCSC - 8th Avenue and 6th, Lewiston, Idaho 83501. The name of the initial registered agent at such address is Debra Ish.

#### ARTICLE VI - DIRECTORS

The number of directors constituting the initial Board of Directors is twelve (12) whose names and addresses are as follows:

Gene Mueller  
Mayor of Lewiston  
1134 F  
Lewiston, ID 83501

Irish Clovis  
Mayor of Clarkston  
830 5th  
Clarkston, WA 99403

Bob Huddleston  
County Commissioner  
Brammer Building  
1225 Idaho Street  
Lewiston, ID 83501

Bernie McCabe  
County Commissioner  
1330 10th  
Clarkston, WA 99403

John Church  
Nez Perce Tractor Co.  
Highway 12 E  
Lewiston, ID 83501

Gary Neal  
Commissioner - Port of Clarkston  
2052 13th  
Clarkston, WA 99403

Dr. Lee Vickers  
Lewis-Clark State College  
8th Ave. & 6th Street  
Lewiston, ID 83501

James Phelps  
First Security Bank of Idaho NA  
9th & Main  
Lewiston, ID 83501

Tim Sullivan  
First Federal Savings & Loan  
& Assoc. of Walla Walla  
Clarkston, WA 99403

Robert Cassell  
1231 3rd Street  
Clarkston, WA 99403

Barbara Hume  
Law & Hume Valley Brokers  
1712 "G" Street  
Lewiston, ID 83501

Ed Owens  
Advisory Board-Nonvoting  
441 Todd Hall  
Pullman, WA 99164

#### ARTICLE VIII - INCORPORATORS

The name and address of the incorporator is:

Ms. Debra Ish  
LCSC - 8th Ave. & 6th  
Lewiston, ID 83501

DATED this 18<sup>th</sup> day of April, 1983.

Debra Ish  
DEBRA ISH