



CERTIFICATE OF INCORPORATION  
OF

NEZPERCE PRAIRIE DAY 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 \_\_\_\_\_

NEZPERCE PRAIRIE DAY 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 March 14, 1986



SECRETARY OF STATE

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

RECEIVED  
SEC. OF STATE  
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ARTICLES OF INCORPORATION  
OF  
NEZPERCE PRAIRIE DAY ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we the undersigned citizens of the United States of America and residents of Nezperce, Lewis County, Idaho, do hereby associate ourselves together for the purpose of forming a non-profit corporation in accordance with the provisions of Chapter 3, Title 30, of the Idaho Code, entitled Idaho Non-Profit Corporation Act, and the laws of the State of Idaho relating to the organization of corporation where pecuniary profit is not the object, do hereby certify and declare as follows:

ARTICLE I. - NAME

The name of this corporation shall be NEZPERCE PRAIRIE DAY ASSOCIATION, INC.

ARTICLE II. - NON-PROFIT ORGANIZATION

This corporation is organized as a non-profit corporation in the State of Idaho.

ARTICLE III. - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE IV. - STATEMENT OF PURPOSE

The purposes for which this corporation is formed are and shall be: To promote, organize, finance and produce an annual community celebration called "Prairie Days"; to provide a forum within the city of Nezperce, whereby all persons, including youth groups, senior citizens and all civic minded organizations, meet, socialize and enjoy a day set aside for fun and festivities; to do and transact any and all business necessary and expedient for carrying out the purposes for which this corporation is formed; to enter into agreements, contracts, purchases, sales and other agreements relating to Prairie Days and which shall be necessary and expedient for the purposes of this corporation; to do anything not prohibited by law, necessary or requisite for the furthering of the purposes of this corporation.

ARTICLE V. - MEMBERSHIP

This corporation is not organized for pecuniary profit and shall not have or issue any capital stock, but shall issue membership certificates to each member and all the rights and

or acquire a greater interest than any other member therein. Such membership cannot be assigned or transferred, so that by such transfer the transferee may become a member of the corporation except by resolution of the Board of Directors under such regulations as may be prescribed by the By-Laws.

Membership in this organization shall be open to all interested people of the community who would like to be involved in the organizing and promoting of the annual Nezperce Prairie Day celebration. Membership in the corporation shall not entitle a person to any interest in the assets of the corporation, but only to participate in the management of the affairs of the corporation through meetings of the members legally called and held within this period covered by the membership. The members of this corporation shall not be subject to assessment for the purpose of paying expenses, conducting business, or paying debts of the corporation.

#### ARTICLE VI. - PRINCIPAL PLACE OF BUSINESS

The location and the principal place of business of this corporation and the registered office shall be Nezperce, Lewis County, State of Idaho.

The initial registered agent of the corporation shall be Elizabeth Hess, 103 3rd Street, Nezperce, Idaho 83543.

#### ARTICLE VII. - DIRECTORS

This corporation shall have seven (7) directors, who shall at all times be citizens of the United States. The names and addresses of the original directors of this corporation are as follows:

Mr. Bruce Bradshaw, Rural Route 1, Box 33,  
Nezperce, Idaho 83543;  
Mrs. Paula Farris, 510 Cedar, Nezperce, Idaho 83543;  
Mrs. Mary Lou Riggers, 609 Maple, Nezperce, Idaho 83543;  
Mr. Dennis Wright, 700 Maple, Nezperce, Idaho 83543;  
Mrs. Darlene Thompson, Rural Route 1, Box 68,  
Nezperce, Idaho 83543;  
Mr. Loren Knutson, 505 Oak, Nezperce, Idaho 83543; and  
Mr. William Schmidt, 404 Birch, Nezperce, Idaho 83543.

#### ARTICLE VIII - INCORPORATORS

The names and addresses of the original incorporators and officers of this corporation are as follows:

Mrs. Elizabeth Hess, President, 103 3rd, Nezperce,  
Idaho 83543;  
Mrs. Lisa Puckett, Vice-President, 207 Oak, Nezperce,  
Idaho 83543;  
Mrs. Mary Forth, Secretary-Treasurer, 706 Pine, Nezperce,

ARTICLE IX. - AMENDMENTS

These articles of incorporation may be amended by a quorum of the membership who must be present at any meeting called by the chairman after notice, as required by the appropriate provisions of the Idaho Code.

ARTICLE X. - TERMINATION

At the dissolution of this corporation or its termination, by other means, any funds remaining in the treasury of this corporation shall be paid to some charitable organization designated by the membership for that purpose.

IN WITNESS WHEREOF, we have hereunto set our hands this 7 day of March, 1986.

Elizabeth Hess  
Elizabeth Hess

Lisa Puckett  
Lisa Puckett

Mary Forth  
Mary Forth

STATE OF IDAHO            )  
                                  ) ss.  
County of Lewis         )

I, Dixie Davis, a notary public, do hereby certify that on this 7 day of MARCH, 1986, personally appeared before me ELIZABETH HESS, LISA PUCKETT and MARY FORTH, who, being by me first duly sworn, declared that they are the incorporators of NEZPERCE PRAIRIE DAY ASSOCIATION, INC., that they signed the foregoing document as incorporators of the corporation, and that the statements therein contained are true.

Dixie Davis  
Notary Public for Idaho  
Residing at: Kamiah  
My Commission Expires: 9/18/87

(Notarial Seal)