



## Department of State.

### CERTIFICATE OF INCORPORATION

EDSON H. DEAL

I, ~~WILLIAM H. WILSON~~ 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

IDA-UTE GRAZING ASSOCIATION, INC.

was filed in the office of the Secretary of State on the Sixth day of February A.D. One Thousand Nine Hundred Sixty-seven and will be / duly recorded on ~~XXXXXX~~ 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, 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

Malad City

in the County of

Oneida

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 6th day of February, A.D., 19 67.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
Ida-Ute Grazing Association, Inc.

KNOW ALL MEN BY THESE PRESENTS, That we Cordell Williams, Eldon Corbridge, Dale K. Corbridge, George Neal, Lon Corbridge, all citizens of the United States, over the age of 21 years, have associated ourselves together for the purpose of forming a body corporate in accordance with the provisions of Title 30, Chapter 1 of the Idaho Code, and do hereby make, execute, and acknowledge in triplicate, this certificate in writing.

ARTICLE 1

The corporate name of this Association shall be:

Ida-Ute Grazing Association, Inc..

ARTICLE 11

The purpose or purposes for which said Association is formed are:

(a) To engage in the business of providing by purchase, lease or otherwise, lands for grazing and recreational purposes in the State of Idaho or elsewhere for the use and benefit of its members and not for the purpose of direct gain to the Association itself.

(b) To own, operate and develop picnicking and other recreational facilities.

(c) To hold, purchase, acquire, lease and convey real and personal estate: to borrow money for the use and needs of the Association: and to pledge and / or mortgage real, personal and intangible property of said Association as security therefor.

(d) To do any and all things that may be incident or conducive to the aforesaid objects, or any of them, and exercise the usual powers of corporate bodies.

(e) To sue and be sued, complain and defend in any court of law or equity.

(f) To have a corporate seal, which may be altered at pleasure and to use the same by causing it or a facsimile thereof, to be impressed or affixed or reproduced or otherwise.

(g) To appoint such officers and agents as the business of the Association shall require and to allow them suitable compensation.

(h) To make bylaws not inconsistent with the constitution or laws of the United States, or of this state, for the management of its property; the regulations and government of its affairs; and for the certification and transfer of its membership certificates.

(i) To wind up and dissolve itself, or to be wound up and dissolved in the manner provided by the statutes of this state.

#### ARTICLE 111

The principal place of business of the Association shall be located at Malad City, Oneida County, Idaho.

#### ARTICLE 1V

The affairs of the Association shall be under the control of five (5) directors, and those who shall, as directors and officers, manage the affairs of the Association for the first year and until their successors are duly elected and qualified, also their addresses and the number of shares of stock subscribed, are as follows:

<u>Name</u>	<u>Position</u>	<u>Address</u>	<u>Number of Shares</u>
Cordell Williams	Pres. & Dir.	Malad, Idaho	100
Eldon Corbridge	V. P. & Dir.	Malad, Idaho	150
Dale K. Corbridge	Sec. Trea. & Dir.	Soda Springs, Idaho	150
George Neal	Director	Malad, Idaho	100
Lon W. Corbridge	Director	Mald, Idaho	150

At the first annual meeting following the expiration of the one-year period for which the directors herein designated will serve, and at each annual meeting thereafter, a new Board of Directors will be elected in accordance with the provisions of the bylaws of the Association and the laws of the State of Idaho, in such cases made and provided. The officers shall be elected by the Board of Directors.

#### ARTICLE V

Section 1. The authorized capital stock of the Association shall be 1000 shares of assessable common stock having a \$2.50 par value, which may be issued by the Association to the incorporators and to eligible and approved natural persons for such consideration as may be fixed from time to time by the Board of Directors. No dividends of any kind shall ever be declared or paid to the shareholders, except upon liquidation of the Association. The aggregate Par Value of the authorized capital stock is \$2,500.00.

The ownership of each share of stock shall represent the right to share equally with every other share of stock outstanding in the use of the lands, grazing and facilities of the Association, subject to the payment of assessments and provisions contained in the bylaws to prevent overgrazing and other practices detrimental to the lands owned or controlled by the Association. All outstanding shares of stock shall be subject to assessment and to provisions to enforce the collection thereof, as provided in the bylaws of the Association.

Section 2. Stock in this Association shall be transferable and subject to mortgage or pledge only upon the approval of the Board of Directors. The above provision shall be recited in all stock certificates issued.

#### ARTICLE VI

The bylaws of the Association for the management of its affairs shall be adopted by the members of said Association, and said members will be empowered to ~~amend~~ or repeal said bylaws in accordance with the provisions thereof.

ARTICLE V11

Cumulative voting shall not be allowed. Each member shall be permitted only one vote regardless of the number of shares of stock held.

ARTICLE V111

This Association shall have perpetual existence.

ARTICLE 1X

The address of the initial registered office shall be Malad City, Idaho, and the name of the initial registered agent for the service of process is Cordell Williams, President, Malad City, Idaho.

IN WITNESS WHEREOF, We, the incorporators, do hereby make, sign, seal, and acknowledge this certificate in triplicate.

Signatures:

Cordell Williams  
Alvin A. Briggs  
John R. Thompson  
George A. A.  
Samuel A. A.

## STATE OF IDAHO

) SS. .

COUNTY OF ONEIDA

I, William G. Jenkins, a Notary Public in

WITNESS my hand and notarial seal this 4th day of

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Residing at Malad City, Idaho

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