

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

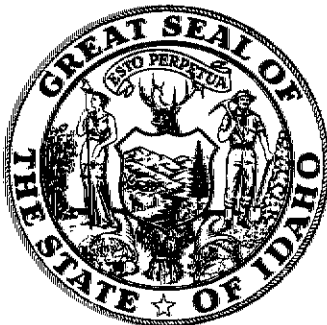
LEWISTON SERVICE LEAGUE OF LEWISTON, IDAHO, INC.

File number C 109330

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 LEWISTON SERVICE LEAGUE OF LEWISTON, IDAHO, 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: February 6, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By

Ara Sieke

ARTICLES OF INCORPORATION
RECEIVED
SEC. OF STATE
OF
LEWISTON SERVICE LEAGUE OF LEWISTON, IDAHO, INC.
35 FEB 6 AM 8 42

IDAHO SECRETARY OF STATE
61941 2
0900 0900
BOOK #: 5852
DIST# 44301
CORP
30.00= 30.00

#: C

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Articles of Incorporation for the Corporation.

ARTICLE I. - NAME.

The name of the Corporation is LEWISTON SERVICE LEAGUE OF LEWISTON, IDAHO, INC.

ARTICLE II. - NONPROFIT STATUS.

The corporation is a nonprofit corporation.

ARTICLE III. - PERIOD OF DURATION.

The period of its duration of the Corporation is perpetual.

ARTICLE IV. - INITIAL REGISTERED OFFICE AND AGENT.

The location of this Corporation is in the City of Lewiston, County of Nez Perce, State of Idaho. The address of the initial registered office is P.O. Box 1811, 1411 24th Avenue, Lewiston, Idaho, and the name of the initial registered agent at this address is SUSAN PETERSON.

ARTICLE V. - PURPOSES.

The purposes for which the Corporation is organized is organized and will be operated are as follows:

A. Foster interest among its members in the social, economic, educational, cultural, and civic conditions of their community, and to make efficient their volunteer service.

B. Charitable, religious, educational, or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under such Section 501(c)(3).

C. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

ARTICLE VI. - LIMITATIONS.

No part of the net earnings of the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, 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 V 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, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE VII. - MEMBERS.

The Corporation shall have members who shall have such rights as are provided in the Act and are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Any person may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors.

ARTICLE VIII. - BOARD OF DIRECTORS.

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than sixteen (16) nor more than twenty-four (24) individuals,

each of whom, at all times, shall be a member of the Corporation. The actual number of Directors shall be fixed by the Bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Susan Peterson	1411 24th Avenue Lewiston, ID 83501
Judi Tierney	1018 29th Street Lewiston, ID 83501
Debby Canner	1124 Linden Drive Lewiston, ID 83501
Nancy Sattler	284 Reservoir Drive Lewiston, ID 83501
GayLynn Bengtson	3442 Country Club Drive Lewiston, ID 83501
Cheri DeLane	3434 Selway Drive Lewiston, ID 83501
Kathy Cone	2427 14th Street Lewiston, ID 83501
Alice Mills	1019 Grelle Avenue Lewiston, ID 83501
Diana Brown	821 Grelle Drive Lewiston, ID 83501
Russanne Rudolph	412 Third Street Lewiston, ID 83501
Teri Nessett	355 West Shiloh Drive Lewiston, ID 83501
Shelley Rudolph	1407 13th Avenue Lewiston, ID 83501
Barb Adamek	915 Cedar Avenue Lewiston, ID 83501

Charlene Lillie	1916 Allmon Drive Lewiston, ID 83501
Leanne Keatts	1500 Thiessen Road Lewiston, ID 83501
Celia Weibler	753 29th Street Lewiston, ID 83501
Teresa Willett	1102 Prospect Avenue Lewiston, ID 83501

ARTICLE IX. - MEMBERSHIP DUES.

Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

ARTICLE X. - DISTRIBUTION ON DISSOLUTION.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XI. - INCORPORATOR.

The name and street address of the incorporator is:
Susan Peterson, 1411 24th Avenue, Lewiston, Idaho 83501.

ARTICLE XII. - BYLAWS.

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

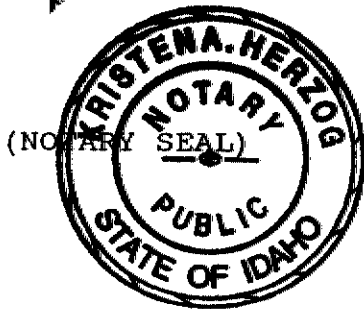
DATED on this 2nd day of February, 1995.

Susan C. Peterson
Susan Peterson

STATE OF IDAHO)
 : ss.
County of Nez Perce)

On this 2nd day of February, 1995, before me,
Kristen Herzog, a notary public, personally appeared,
SUSAN PETERSON, known to me to be the person whose name is
subscribed to the foregoing instrument, and acknowledged to me that
she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my seal on the day and year first above written.



Kristen A. Herzog
Notary Public for Idaho
Residing at Lewiston
My commission expires on
September 15, 1997