

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

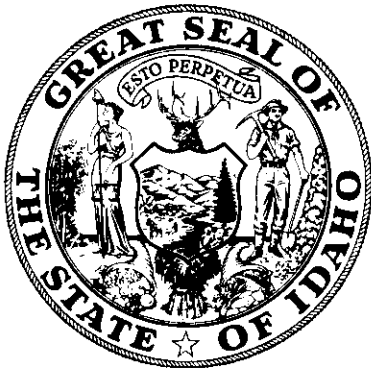
RIGGINS MANOR, INC.

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 _____
RIGGINS MANOR, 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 12th, 19 81.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

MAR 12 3 23 PM '81

SECRETARY OF STATE

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2 The undersigned, acting as incorporators of a corporation
3 under the Idaho *NON-PROFIT* Corporation Act, adopt the following
4 Articles of Incorporation for such corporation:

I.

6 The name of the corporation is RIGGINS MANOR, INC. The
7 corporation shall commence business with the filing of these
8 Articles.

II.

10 The period of existence and duration of the life of this
11 corporation is perpetual.

III.

13 The purpose for which this corporation is organized are
14 charitable and non-profit and the purposes to be carried on
15 are the transaction of any and all lawful business for which
16 corporations may be incorporated under the Idaho Business
17 Corporation Act including but not limited to:

18 (a) To provide and furnish the aged individuals, on a
19 non-profit lowest feasible cost basis, housing and related
20 facilities and services specially designed to meet their
21 religious, physical, social, financial, civic, cultural,
22 recreational and psychological needs, and provide an overall
23 environment conducive to the health, security, happiness,
24 dignity, independence and usefulness in longer living of the
25 aged;

26 (b) To plan, construct, operate, maintain, and improve
27 a residential facility and related facilities for aged persons;

28 (c) To establish a fund and solicit contributions
29 thereto from individuals, institutions, government, churches
30 and the business community for the purpose of providing moneys
31 for the payment of and support of any resident of the residential
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2 facility who shall become without funds to pay his or her
3 support. Further, to disburse moneys from said fund or from
4 other reserves to a needy resident or on a needed charitable
5 basis;

6 (d) To acquire by gift or purchase, hold, convey, assign,
7 mortgage, or lease any property, real or personal, and moneys,
8 necessary or incidental to the construction and management of
9 related facilities and services for the aged at the lowest
10 feasible cost;

11 (e) To borrow money and issue evidence of indebtedness
12 in furtherance of any or all of the objects of its business; to
13 secure loans by mortgage, deed of trust, pledge, or other lien;

14 (f) To apply for, obtain, and contract with any Federal
15 agency for a direct loan or loans or other financial aid in
16 the form of mortgage insurance or otherwise for the provision
17 of housing for the aged and related facilities and services
18 for the aged; and

19 (g) To exercise such incidental powers as may reasonably
20 be necessary to carry out the purposes and business for which
21 this corporation is established, provided that such incidental
22 powers shall be exercised in a manner consistent with tax
23 exempt status under Section 501 (c) (3) of the Internal Revenue
24 Code of the United States of America.

25 IV.

26 The address of the initial registered office of the
27 corporation is P.O. Box 496, Riggins, Idaho 83549 and the
28 name of its initial registered agent at such address is
29 John H. Knight.

30 V.

31 The affairs of this corporation shall be managed by a
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2 board of directors. The qualifications of the directors,
3 together with the terms of the office, manner of election,
4 removal, number, filling of vacancies and of newly created
5 directorships, powers, duties, and liabilities shall, except
6 as otherwise provided in these Articles or by the laws of the
7 State of Idaho, be as prescribed by the By-Laws.

8 VI.

9 Provisions for membership in the corporation shall be
10 governed by the By-Laws. The members shall be subject to
11 such dues and assessments as may be provided by the By-Laws.

12 VII.

13 By-Laws of the corporation shall be adopted by the directors
14 and may be amended only as provided therein, provided that such
15 By-Laws and amendments thereto shall not conflict with the
16 provisions of these Articles of Incorporation or of the laws
17 of any governmental entity.

18 VIII.

19 The Articles of Incorporation, except Articles VII and
20 X hereby, may be amended by a vote of two-thirds (2/3) of
21 the directors of the corporation at any annual meeting, or
22 at a special meeting called for the purpose.

23 IX.

24 The rights and interests of all members shall be equal
25 and no member can have or acquire a greater interest thereon
26 than any other member. The corporation shall not issue any
27 capital stock. The corporation is organized on a non-stock
28 basis, and there shall be members in lieu of stockholders.
29 Certificates of membership shall be issued to members.

30 X.

31 No party of the net earnings of this corporation shall
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2 be distributed to, or inure to the benefit of, any member,
3 director, or officer of this corporation, contributor or
4 private individual. In the event of dissolution, winding
5 up, or other liquidation of the assets of this corporation,
6 its assets shall be distributed to non-profit and charitable
7 corporations or institutions as may be designated by the
8 directors to be used for purposes similar to those of this
9 corporation.

10 XI.

11 The names and addresses of each incorporator is:

12 Mr. John H. Knight, P.O. Box 496, Riggins, Idaho 83549

13 Mrs. Alice K. Knight, P.O. Box 496, Riggins, Idaho 83549

14 Mr. Henry Nortune, Donnelly, Idaho 83615

15 XII.

16 The number of directors constituting the initial board
17 of directors of the corporation is three (3), and the names
18 and addresses of the persons who are to serve as directors
19 until the first annual meeting of shareholders or until their
20 successors are elected and shall qualify are:

21 Mr. John H. Knight, P.O. Box 496, Riggins, Idaho 83549

22 Mrs. Alice K. Knight, P.O. Box 496, Riggins, Idaho 83549

23 Mr. Henry Nortune, Donnelly, Idaho 83615

24 IN WITNESS WHEREOF, for the purpose of forming this
25 corporation under the laws of the State of Idaho as afore-
26 mentioned, the undersigned, constituting the incorporators of
27 this corporation, have executed these Articles of Incorporation
28 this 2nd day of ^{Month} ~~January~~, 1981.

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30 
JOHN H. KNIGHT

31 
ALICE K. KNIGHT

32 
HENRY NORTUNE

1
2 STATE OF IDAHO)
3 ss.
4 County of Idaho)

5 On this 2nd day of March, 1981, before me, a Notary
6 for the said County and State, personally appeared JOHN H. KNIGHT
7 and ALICE K. KNIGHT, husband and wife, known to me to be the
8 persons whose names are subscribed to the within instrument,
9 and they acknowledged to me that they freely executed the same.

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

12 (NOTARY SEAL)

Doris A. Allison
Notary Public for the State of Idaho,
Residing at Boise, therein.

15 STATE OF IDAHO)
16 County of Idaho) ss.

17 On this 2nd day of March, 1981, before me, a Notary
18 for the said County and State, personally appeared HENRY NORTUNE,
19 known to me to be the person whose name is subscribed to the
20 within instrument, and he acknowledged to me that he freely
21 executed the same.

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

24
25 (NOTARY SEAL)

Doris A. Allison
Notary Public for the State of Idaho,
Residing at Boise, therein.