

FILED
ARTICLES OF INCORPORATION
OF
DAMA'S DOG FOUNDATION, INC.

IDAHO SECRETARY OF STATE
11/09/1998 09:00
CX: 12482 CT: 2367 IN: 16898
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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 Dama's Dog Foundation, Inc..

ARTICLE II — NONPROFIT STATUS

The Corporation is a nonprofit corporation.

ARTICLE III — PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV — INITIAL REGISTERED OFFICE AND AGENT

The location of this Corporation is in the City of Rigby, County of Jefferson, State of Idaho. The address of the initial registered office is P.O. Box 345 (Street Address: 655 North 4200 East, Rigby, Idaho 83442), Rigby, Idaho 83442, and the name of the initial registered agent at this address is Dama L. Wirries.

ARTICLE V — PURPOSES

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

A. The specific purposes for which this corporation is organized is, on a non-profit basis, to provide for the care of stray dogs, to find new homes for stray dogs, to provide care and nutrition for stray dogs, to alleviate over-population of dogs through neutering programs, to provide dogs as companions for elderly and other persons in need who would benefit from such companionship, to provide for the similar needs of other animals, and to provide public awareness of the needs of dogs and other animals, and their care.

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 or 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 no members. All management authority shall be vested in 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 three (3) nor more than twenty (20) individuals. 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>
Dama L. Wirries	655 North 4200 East Rigby, Idaho 83442
O. J. Hendrickson	2000 North 26 West Idaho Falls, Idaho 83402
Frederick J. Hahn, III	309 South Ridge Idaho Falls, Idaho 83402

ARTICLE IX — 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 X — INCORPORATOR

The name and street address of the incorporator is Dama L. Wirries, 655 North 4200 East, Rigby, Idaho 83442.

ARTICLE XI — BYLAWS


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

ARTICLE XII — AMENDMENTS

These Articles of Incorporation may be amended in any respect in conformity with the laws of the State of Idaho, by an affirmative vote of at least two-thirds ($\frac{2}{3}$) of the

Directors entitled to vote in a meeting of Directors called for such purpose as prescribed by law.

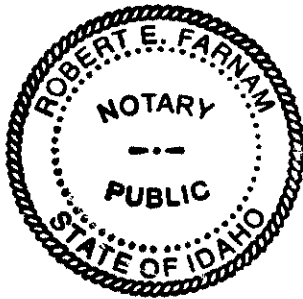
DATED this 5th day of November, 1998.



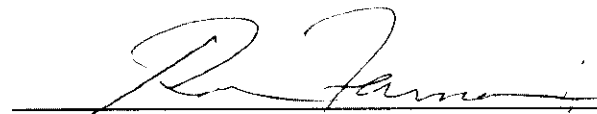
Dama L. Wirries

STATE OF IDAHO)
)ss.
County of Bonneville)

SUBSCRIBED AND SWORN to before me this 5th day of November, 1998.



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Notary Public for Idaho
Residing at: Idaho Falls, Idaho
My Commission Expires: 11/12/98