

# State of Idaho



## Department of State.

### CERTIFICATE OF INCORPORATION

IRA H. MASTERS

I, ~~WILLIAM PRICE~~, 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

**CIVIC ENTERPRISES, INC.**

was filed in the office of the Secretary of State on the **twenty-fourth** day of **November** **A. D. One Thousand Nine Hundred Fifty-two** and is duly recorded on Film No. **77** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103 and Sections 29-1001 to 29-1005, inclusive, Idaho Code, Annotated.

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

**Wallace** in the County of **Shoshone**

and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations, as provided in Chapter 10, Title 29, Idaho Code, Annotated., .

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise, the Capital of Idaho, this **twenty-fourth** day of **November**, in the year of our Lord one thousand nine hundred **fifty-two**, and of the Independence of the United States of America the One Hundred **Seventy-seventh**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
CIVIC ENTERPRISES, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of legal age and of whom are citizens of the United States of America and bona fide residents of the State of Idaho, have voluntarily associated ourselves together for the purpose of forming and incorporating a non-profit cooperative association under the provisions of Chapter 10, Title 30, Idaho Code, and we do hereby adopt the following articles of incorporation, to-wit:

ARTICLE I

The name of this association shall be CIVIC ENTERPRISES, INC.

ARTICLE II

The purposes for which this association is formed are as follows, to-wit:

1. To advocate, and through organized effort to bring about, or assist in bringing about, the construction of playgrounds, sport arenas and recreation, baseball and football fields in or near the City of Wallace, County of Shoshone, State of Idaho, which said playgrounds, sport arenas and recreation, baseball and football fields shall serve as a civic sport center for the entire community surrounding the said City of Wallace, and shall provide adequate and safe playground facilities for the children of said vicinity, and may be used by the public and private schools of

said vicinity for all types of athletic events and shall also serve such other purposes as may from time to time be deemed necessary or desirable for the best interests and civic benefits of the City of Wallace, and surrounding communities.

2. To cooperate with the City of Wallace, school districts, and with civic, fraternal and other organizations, individuals, and with other associations in financing the acquisition of sites for such playgrounds, arenas and fields and in financing the construction and maintenance of such buildings and structures that may be necessary for the proper operation of said playgrounds, arenas and fields, together with the furnishings and electric lighting thereof, and the erection of bleachers or stadiums at said playgrounds, arenas and fields, and to further cooperate in the management and operation of such fields, buildings and structures after the same have been constructed.

3. To own and hold real estate and personal property of every kind, nature and description as may be suitable, useful, desirable or necessary to carry on any and all of the purposes hereof.

4. To lease or rent said playgrounds, arenas and fields for all proper purposes; to sell tickets of admission to any and all events that may be held on said playgrounds, arenas and fields; the profits therefrom after the payment of necessary expenses, to be used for the improvement and expansion of said playgrounds, arenas and fields, and for no other purposes.

5. To borrow money and issue bonds, debentures, notes or other obligations of this association from time to time, for any of the objects and purposes of this association, and to secure the same by mortgage, pledge, deed of trust or otherwise.

6. To own and rent real and personal property of every kind, nature and description, to be held by said association for income producing purposes and the profits therefrom, after the payment of necessary expenses to be used for the improvement and expansion of said playgrounds, arenas and fields, and for no other purpose.

7. To lease, rent or otherwise acquire, and to maintain, such office or offices, and such furniture, equipment, supplies and other personal property as may be necessary or convenient for the uses and purposes of this association.

8. To hire such clerks or other assistants as may from time to time be necessary or desireable to employ for the furtherance of the purposes of this association, and to pay the salaries or wages thereof.

9. To exercise and perform all of the rights, powers and privileges which are vested in or granted to private associations under the laws of the State of Idaho, except such rights, powers and privileges as may be inconsistent with the provisions of said Chapter 10, Title 30, Idaho Code.

10. To use all profits of said association, after the payment of necessary expenses for the care, maintenance and improvement and expansion of said playgrounds, arenas and fields.

11. To do and perform any and all things necessary, suitable and proper, whether herein specified or not, for the accomplishment of any of the purposes or for the exercise of any of the rights, powers and privileges hereinabove mentioned.

### ARTICLE III

The principal place of business of this association shall be at the City of Wallace, Shoshone County, State of Idaho, at which place this association shall maintain its registered office, the post office address of which shall be Wallace, Idaho.

### ARTICLE IV

The term for which this association shall exist shall be perpetual.

### ARTICLE V

The number of directors of this association shall be fifteen (15) and they shall be elected by the members of this association annually or biennially, as the by-laws of the association may prescribe, and shall serve until the election and qualification of their successors. All of the directors must be members of this association. The directors who are to serve for the first corporate year shall be selected by the incorporators at the time they organize.

### ARTICLE VI

This corporation shall neither have nor issue any capital stock but shall issue a membership certificate to each member thereof. Such membership certificates shall not be assigned unless the assignment thereof shall have been authorized by resolution of the board of directors of this association and upon such conditions and under such regulations as may be prescribed by the by-laws of this association.

## ARTICLE VII

Fifteen (15) contributing members of this association, whose memberships are fully paid up and in good standing, shall, when present at any meeting, constitute a quorum for the transaction of any and all business to come before the membership of said corporation, including the amending of the Articles of Incorporation of this association in any and every particular.

## ARTICLE VIII

The fees of admission of members and the dues to be paid into the treasury of this association by members and the causes for which members may be expelled or suspended for misconduct or non-payment of dues, and the manner in which members may be restored to membership shall be prescribed by the by-laws of this association.

## ARTICLE IX

The board of directors of this association shall have power and authority to repeal and/or amend the by-laws of this association and/or to adopt new by-laws, to the full extent to which they are permitted so to do under the provisions of Section 30-131, Idaho Code.

## ARTICLE X

The name and post office address of each of the incorporators of this association are as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
<u>NORMAN J. SATHER</u>	<u>WALLACE, IDAHO</u>
<u>DALE E. RULLMAN</u>	<u>WALLACE, IDAHO</u>
<u>JAMES E. GYDE</u>	<u>WALLACE, IDAHO</u>
<u>JOHN R. LOVELACE</u>	<u>WALLACE, IDAHO</u>

NAMEPOST OFFICE ADDRESSL. J. RANDALLWALLACE, IDAHOJ. C. KIEFFERWALLACE, IDAHOLEO G. KRAEMERWALLACE, IDAHOS. F. HEITFELDWALLACE, IDAHOHENRY L. DAYWALLACE, IDAHOE. J. FITZGERALDWALLACE, IDAHOJ. E. McKAYWALLACE, IDAHOPAUL M. ELLISWALLACE, IDAHOROBERT B. AUSTINWALLACE, IDAHO

IN WITNESS WHEREOF, we have hereunto set our hands this  
15<sup>th</sup> day of November, 1952.

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Norman J. SatterPaul E. Sullivan

Alg. Bunting

Ed. A. Lawrence

J. H. Randall

J. L. Kisser

Leo S. Kraemer

S. H. Keifford

Henry L. Day

E. H. Bussard

J. E. Munday

Paulen. Seelis

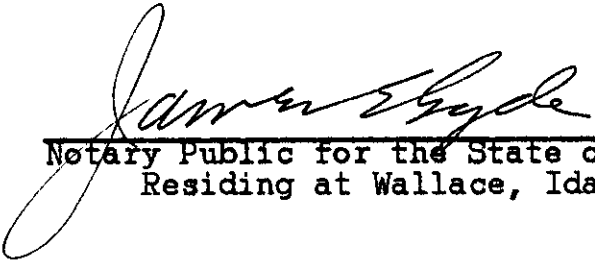
Robert B. Austin



STATE OF IDAHO       )  
                          : ss.  
County of Shoshone)

On this 22<sup>nd</sup> day of November, 1952, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared NORMAN J. SATHER, DALE E. RULLMAN, JAMES E. GYDE, JOHN R. LOVELACE, R. J. BRUNING, D. W. MOREHOUSE, L. J. RANDALL, J. C. KIEFFER, LEO G. KRAEMER, S. F. HEITFELD, HENRY L. DAY, E. J. FITZGERALD, J. E. MCKAY, PAUL M. ELLIS and ROBERT B. AUSTIN, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation of CIVIC ENTERPRISES, INC., and severally acknowledged to me that they executed said articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal at my office in Wallace, Idaho, the day and year in this certificate first above written.

  
Notary Public for the State of Idaho  
Residing at Wallace, Idaho

(NOTARIAL SEAL)