

**FILED EFFECTIVE****ARTICLES OF INCORPORATION****2014 FEB 21 AM 9:05****OF****SECRETARY OF STATE  
STATE OF IDAHO****Southern Idaho Livestock Hall of Fame, Incorporated**

The Undersigned, acting as the Incorporators of a nonprofit corporation (Corporation) organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, title 30, Idaho Code (Act), adopts the following Articles of Incorporation (Articles).

**ARTICLE I**

The name of the Corporation is Southern Idaho Livestock Hall of Fame, Incorporated.

**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****Registered Office and Agent**

The location of the Corporation is the City of Twin Falls, County of Twin Falls, and in the State of Idaho. The address of the initial registered office is 815 North College Road, Twin Falls, Idaho 83301, and the name of the initial registered agent at this address is Carol Dumas.

**ARTICLE V****Purposes**

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

A. The purposes for which the Corporation is formed are charitable, and are to recognize those individuals living within the boundaries of the Corporation who have lived a Hall of Fame career in the livestock industry. The Corporation is a Hall of Fame whose sole purpose shall be to recognize those qualifying individuals within the Corporation's boundaries. The boundaries of the Corporation shall be, to and including, the Wood River Valley to the north, Mountain Home and the Bruneau Valley to the west, the Nevada Border to the south, and the Mini-Cassia area to the east.

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B. Charitable or educational 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 under such Section 501(c)(3).

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, ether real or personal, or any other things 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 therefore, 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 benefits 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 for 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 provisions 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. Said members shall consist of those persons who met all the requirements and qualifications of the Corporation, live within the boundaries of the Corporation, and have been elected to the Southern Idaho Livestock Hall of Fame, as set forth in Article V hereof.

**ARTICLE VIII**  
**Board of Directors**

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the Members of the Corporation 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:

**NAME**

**ADDRESS**

Carol Ryan Dumas, President

815 North College Road  
Twin Falls, Idaho 83301

Eric Bennett, Sec./Treas.

815 North College Road  
Twin Falls, Idaho 83301

Bruce Bowen

546 South 50 West  
Burley, Idaho 83318

Michael A. Guerry

P.O. Box 687  
Castleford, Idaho 83321

Vern France

520 Toponis Ave.  
Gooding, Idaho 83330

**ARTICLE IX**  
**Distribution and 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 of the assets of the Corporation to a nonprofit corporation qualified under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, selected by the Board of Directors, 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 the 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 Carol Dumas, 815 North College Road, Twin Falls, Idaho 83301.

**ARTICLE XI  
Bylaws**

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

**ARTICLE XII  
Amendment of Bylaws**

The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

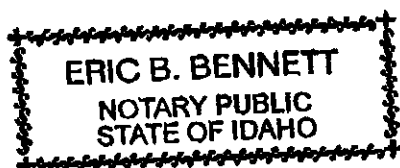
DATED this 19 day of February, 2014.

Carol R. Dumas  
Carol Ryan Dumas

STATE OF IDAHO     )  
                              : ss.  
County of Twin Falls )

On this 19 day of February, 2014, before, the undersigned, a Notary Public in and for said State, personally appeared Carol Ryan Dumas, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

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



Eric B. Bennett  
Notary Public for Idaho  
Residing at: Twin Falls, ID  
My Commission Expires: 06/15/18