

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

VISITING NURSE ASSOCIATION OF TWIN FALLS COUNTY, INCORPORATED

was filed in the office of the Secretary of State on the **Fourth** day of **September**, A. D. One Thousand Nine Hundred **Sixty-four** and is duly recorded on Film No. **130** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and Sections 30-1001 to 30-1005, inclusive, Idaho Code.

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 **Twin Falls** in the County of **Twin Falls** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **4th** day of **September**, A.D., 19 **64**.

Secretary of State.

ARTICLES OF INCORPORATION

Visiting Nurse Association

Twin Falls, Idaho

Articles of Incorporation

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned persons, all being residents of the State of Idaho, do hereby voluntarily associate ourselves together for the purpose of forming a corporation, and we agree as follows:

ARTICLE I

The name of this corporation shall be the "Visiting Nurse Association of Twin Falls County, Incorporated," and its principal place of business shall be in Twin Falls, Idaho, Box 291.

ARTICLE II

This corporation shall be a non-profit corporation and shall not be operated for the pecuniary gain of its members. The rights and interests of all members are equal and no member can acquire a greater interest therein than any other member.

ARTICLE III

The period of existence of this corporation shall be perpetual.

ARTICLE IV

Upon the dissolution or liquidation of this corporation, no member shall share in or receive any funds or other assets then remaining in the possession of the corporation, and any such funds or other assets will be contributed to a similar non-profit, tax-exempt organization having the same or similar purposes, and carrying the same or similar activities, subject to the statutory or substantive laws of the State of Idaho.

ARTICLE V

The objects and purposes of the corporation are:

1. To assist in maintaining high standards of public health nursing.
2. To advise the public health nursing service on aspects of the program as they affect the community at large.
3. To assist in interpreting the public health nursing program to the community, and in interpreting community opinion and attitudes to the public health nursing service.
4. To assist in developing a cooperative program with other agencies in the community.
5. To assist with specific volunteer jobs, and/or to help recruit other volunteers for such jobs.

ARTICLE VI

This corporation shall have no capital stock.

ARTICLE VII

The management and control of this corporation shall be vested in the Board of Directors of said organization, which shall number not less than 5 nor more than 7 members.

ARTICLE VIII

The incorporators are of full legal age and citizens of the United States. The Board of Directors may establish and set up as many types of membership in this corporation as they may at any annual meeting decide upon. Evidence of membership in this organization may be shown by such means as the Board of Directors hereof may decide from year to year.

ARTICLE IX

The overall business policy of this corporation shall be under the direction and control of the Board of Directors.

ARTICLE X

This corporation, acting through its Board of Directors, may adopt such by-laws as they may deem expedient or necessary for the conduct of this corporation's business, and to carry out its purposes.

ARTICLE XI

The directors may amend Articles of Incorporation at any regular meeting, or any special meeting called for that purpose; provided that a two weeks' notice is given each member of the Board of Directors, by the secretary mailing to each member by first class U.S. mail, a notice of said meeting.

Lorayne Smith

Lorayne Smith, Secretary
916 Blue Lakes Blvd., Twin Falls

H. Robert Stradley

H. Robert Stradley, President
Box P., Kimberly, Idaho

Floyd E. White

Floyd E. White, Treasurer
437 Ash St., Twin Falls

Irene Basom

Irene Basom, Director
144 - 10th Ave. E., Twin Falls

Earl W. Riddle


Rev. Earl W. Riddle, Vice President
569 Cindy Drive, Twin Falls, Idaho

STATE OF IDAHO)
 ss
County of Twin Falls)

On this day of August, 1964, before me, the undersigned, a Notary Public for Idaho, personally appeared H. Robert Stradley, Lorayne Smith, Floyd E. White, Irene Basom and Earl W. Riddle,

Known to me to be the President, Secretary, Treasurer, Director and Vice President of the Visiting Nurse Association of Twin Falls County, Incorporated, whose names are subscribed to the within instrument and acknowledged to me that the said Visiting Nurse Association of Twin Falls County, Incorporated caused the same to be executed.

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

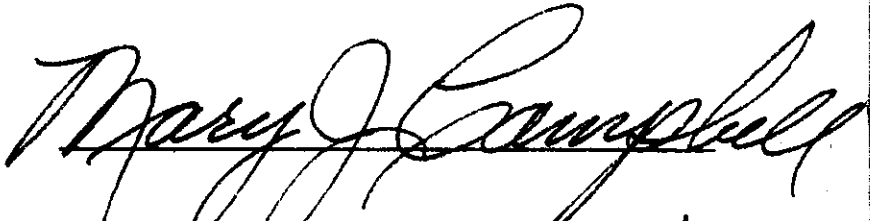

Notary Public for Idaho
Residing at Twin Falls, Idaho

STATE OF IDAHO)
) ss.
County of Ada)

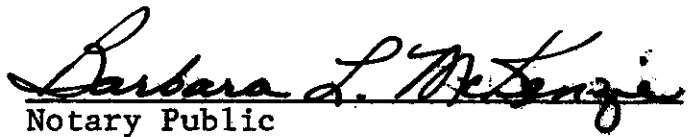
AFFIDAVIT OF CONSENT

MARY J. CAMPBELL, being first duly sworn deposes and says:

1. That she is the duly elected First Vice President of the "Visiting Nurse Association of Ada County, Inc.";
2. That she has been formally authorized by the Board of Directors of said corporation to give the corporation's written consent under the provisions of Section 30-107 (b) to the Visiting Nurse Association of Twin Falls County for the purpose of permitting said Visiting Nurse Association of Twin Falls County to use the name "Visiting Nurse Association of Twin Falls County, Inc."
3. That permission is hereby granted by the "Visiting Nurse Association of Ada County, Inc." under the provisions of Section 30-107 (b), Idaho Code, to the Visiting Nurse Association of Twin Falls County to use the name "Visiting Nurse Association of Twin Falls County, Inc."


SUBSCRIBED AND SWORN TO before me this 29 day of July,

1964.


Notary Public
Residence: Boise, Idaho



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

AFFIDAVIT OF CONSENT

CHARLES R. EPLING, being first duly sworn deposes and says:

1. That he is the duly elected president of the "Visiting Nurse Association of Nez Perce County";
2. That he has been formally authorized by the Board of Directors of said corporation to give the corporation's written consent under the provisions of Section 30-107 (b) to the Twin Falls County Nurse Association for the purpose of permitting said Twin Falls County Nurse Association to use the name "Visiting Nurse Association of Twin Falls County."
3. That permission is hereby granted by the "Visiting Nurse Association of Nez Perce County" under the provisions of Section 30-107 (b), Idaho Code, to the Twin Falls County Nurse Association to use the name "Visiting Nurse Association of Twin Falls County."

Charles R. Epling

SUBSCRIBED AND SWORN TO before me this 3rd day of July, 1964.

William A. Stillman
Notary Public in and for said State,
residing at Lewiston therein.

(SEAL)