

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

**UPPER COUNTRY ARTS AND
HUMANITIES COUNCIL, 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 UPPER COUNTRY ARTS AND HUMANITIES COUNCIL, 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: August 31, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

UPPER COUNTRY ARTS AND HUMANITIES COUNCIL, INC.

Serving Cambridge, Indian Valley and Midvale

AUG 31 8 39 AM '92

ARTICLES OF INCORPORATION

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, a majority of whom are citizens of the United States, desiring to form a non-profit corporation under the Idaho Non-Profit Corporation Act, do hereby certify:

1. The name of the corporation shall be the Upper Country Arts and Humanities Council Inc., Serving Cambridge, Indian Valley and Midvale.
2. The initial registered agent of the corporation shall be Judith Ellis, P.O. Box 5, Indian Valley, Idaho 83632.
3. The initial registered office of the corporation shall be P.O. Box 5, Indian Valley, Idaho 83632.
4. The duration of the corporation shall be perpetual.
5. The purposes for which the corporation is organized are: exclusively charitable, educational, and civic, including, but not limited to the following:
 - a. to establish and maintain an arts and humanities council which will sponsor choral and instrumental concerts, theatrical productions, musicals, revues, and other productions of all kinds.
 - b. to offer seminars, workshops, Chautauqua presentations in humanities and arts disciplines.
 - c. to promote appreciation and understanding of the arts and humanities
 - d. to promote creating and equipping performance space(s) in the community
 - e. to establish and maintain such programs or series as will further the educational goals of the organization.
 - f. to perform all acts necessary or incidental to the above.

Notwithstanding any other provisions of these Articles, the purposes of the corporation are exclusively charitable, and the organization shall not engage in any activities expressly prohibited by Section 501 (c) (3) of the Internal Revenue Code.

6. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation may pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles. No substantial part of the activities of this corporation shall be the support of propaganda, or otherwise attempting to influence legislation, nor shall it participate in or intervene in any political campaign on behalf of any candidate for public office.
7. In the event of dissolution, the corporation shall, after payment of all liabilities, distribute any remaining assets to an organization or organizations which, at the time, are exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code.

The names and addresses of the persons who are the initial trustees/directors of the corporation are:

<u>Judith T. Ellis</u>	Judith T. Ellis	P.O. Box 5	Indian Valley, ID 83632
<u>Iris Wertz</u>	Iris Wertz	P.O. Box 254	Cambridge, ID 83610
<u>Susan Platt</u>	Susan Platt	P.O. Box 292	Cambridge, ID 83610
<u>Joann Hemenway</u>	Joann Hemenway	2812 Salubria Rd.	Cambridge, ID 83610

In witness whereof, we have hereunto subscribed our names this 27th day of August, 1992