

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

THE NORTHGATE MILE, INC.

was filed in the office of the Secretary of State on the **Fourteenth** day of **November** A. D. One Thousand Nine Hundred **Sixty-three** and is duly recorded on Film No. **125** 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 **Idaho Falls** in the County of **Bonneville,** 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 **14th** day of **November**, A.D., 19 **63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
THE NORTHGATE MILE, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are of legal age and citizens of the United States of America, and residents of the State of Idaho, do hereby associate ourselves together for the purpose of forming a non-profit cooperative association under provisions of Chapter 10 of Title 30, Idaho Code, and we do hereby adopt the following Articles of Incorporation, viz:

ARTICLE I

The name of this corporation shall be

THE NORTHGATE MILE, INC.

ARTICLE II

Pecuniary profit is not the object or purpose of this corporation and no pecuniary gain or profit is contemplated.

The purposes for which this corporation is formed are:

1. To unite property owners and business men on North Yellowstone Avenue, Idaho Falls, Bonneville County, Idaho, from the "G" Street Subway North for a distance of one mile; to encourage civic improvements and business in general on said North Yellowstone Avenue from "G" Street Subway North, as aforesaid; to promote common activities and interests in said vicinity and to cooperate with other persons, corporations and organizations having similar obligations; to advertise the business of members of this association; to help the members of this association by advertising North Yellowstone Avenue and the advantage of doing business in that vicinity; to plan and execute a publicity program for all working members of the association and to study traffic control and parking along said avenue and in that vicinity.

2. To lease, purchase, hold, have, use and take possession of and enjoy in fee simple, or otherwise, any personal or real property necessary or convenient for the uses and purposes of the corporation, and to sell, lease, alien or dispose of the same at the pleasure of the corporation, and for the uses and purposes for which the corporation is formed.

3. To borrow money for any of the purposes of the corporation, and to draw, make, endorse, discount, execute, issue, pledge or otherwise dispose of promissory notes or other negotiable or non-negotiable instruments, and to secure the payment thereof and the interest thereon by mortgage, pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation provided the authority herein conferred shall not be exercised for profit or gain, financial or otherwise.

ARTICLE III

The place where the principal office of this corporation shall be maintained, its principal place of business and the location and post-office address of its registered office in this state shall be at Idaho Falls, Idaho.

ARTICLE IV

The number of directors of this corporation shall be not less than five nor more than fifteen, as shall be fixed by the By-Laws of this corporation, and the number of directors may be increased at any time by vote of the members in accordance with the provisions of the By-Laws of the corporation. The directors of this association hereinafter named, shall act as and constitute the Board of Directors of said corporation until the first meeting of the members and the regular election of directors of said corporation.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

This corporation is organized without capital stock; the rights and interests of all members shall be equal and no members shall acquire or have a greater interest therein than any other member except that said memberships may be designated as "Class A", "Class B" and "Class C"; membership in the corporation may be acquired in such manner and upon such terms and conditions as shall be prescribed by the By-Laws, and membership certificates shall be issued to each member of the corporation upon payment of the membership fee and compliance with the other qualifications and conditions of obtaining membership; the membership fee shall be in an amount to be fixed by the By-Laws; membership certificates shall not be transferable except by resolution of the Board of Directors and under such regulations as the By-Laws may prescribe.

ARTICLE VII

The officers of this corporation shall consist of a president, a vice-president, a secretary and a treasurer, and the offices of secretary and treasurer may be combined and held by one person, and such other officers

shall be elected as may be provided by the By-Laws.

ARTICLE VIII

The temporary directors of said association, to serve until the first election of directors shall be E. F. McDermott, Wm. C. Kyle, Russell L. Fogg, Milton V. Romrell, Chas. E. Bird, Elmer L. Holmgren and Leonard A. Wright.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

12 day of November, 1963.

<u>NAME</u>	<u>ADDRESS</u>
<u>E. F. McDermott</u> (SEAL)	<u>666 11th St</u>
<u>Wm. C. Kyle</u> (SEAL)	<u>840 11th St</u>
<u>Russell L. Fogg</u> (SEAL)	<u>401 Park Idaho Falls</u>
<u>Milton A. Romrell</u> (SEAL)	<u>428 Lomax, Idaho Falls</u>
<u>W. Fisher Ellsworth</u> (SEAL)	<u>490 North Yellowstone Ave</u>
<u>Chas. E. Bird</u> (SEAL)	<u>475 North Yellowstone</u>
<u>Elmer L. Holmgren</u> (SEAL)	<u>118 - First Street</u>
<u>Leonard A. Wright</u> (SEAL)	<u>1420 So Blvd. Idaho Falls Idaho</u>

STATE OF IDAHO
COUNTY OF BONNEVILLE

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) ss

I do hereby certify that on this 12 day of November, 1963, before me, the undersigned Notary Public in and for said State, personally appeared E. F. McDermott, Wm. C. Kyle, Russell L. Fogg, Milton A. Romrell, W. Fisher Ellsworth, Chas. E. Bird, Elmer L. Holmgren, Leonard A. Wright, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they 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.

Ralph L. Albright
Notary Public in and for said State
Residing at Idaho Falls, Idaho