



## Department of State.

### CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

**CANYON COUNTY PET HAVEN, INC.**

was filed in the office of the Secretary of State on the **eighteenth** day of **May** A. D. One Thousand Nine Hundred **seventy-three** and is duly recorded on ~~microfilm~~ 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

**Nampa, Idaho** in the County of **Canyon** 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 **18th** day of **May** A.D., 19 **73**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
CANYON COUNTY PET HAVEN, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, being persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to Chapter 10, Title 30 of the Idaho Code Annotated, do hereby certify as follows:

ARTICLE I

NAME

The name of this non-profit, non-stock corporation shall be the CANYON COUNTY PET HAVEN, INC.

ARTICLE II

PURPOSES

The purposes for which said association is formed are as follows:

This corporation is formed as a non-profit association for any of its members or to itself, and is formed to provide a means for the prevention of cruelty to animals, the sponsoring and enforcement of laws pertaining to cruelty to animals, the care of unwanted or abandoned animals, and in all ways to appeal to the finer instincts and nobler sentiments of both young and old on behalf of kind treatment of all living creatures; and to that end the corporation shall have the following powers:

1. To develop, establish and maintain animal shelters in the cities of Nampa and Caldwell and elsewhere throughout the State of Idaho to provide a place for the care of unwanted, abandoned, quarantined animals, or animals otherwise in need of safekeeping, and to develop educational programs and programs leading to the encouragement of legislation and law enforcement relating to the general welfare of animals throughout the State of Idaho.

2. To establish funds for the maintenance and management of all monies or properties both real and personal, tangible or intangible which may be delivered to the corporation, and to manage such funds to the best interests of and for the purposes of the corporation, and in consistence with, insofar as is possible, the purposes for which such monies and/or properties were delivered to the corporation.

3. To receive gifts, donations, grants of money or property directly or in trust, or otherwise, from any foundation, citizen, municipality, state, United States or foreign government delivered to said corporation for any purpose general or incidental to the purposes for which this corporation is formed.

4. To enter into such contracts and to incur such obligations as are consistent with the objects and purposes of this corporation; but the private property of the officers, directors and members of the corporation shall be exempt from the debts of the corporation, and no officer, director or member shall be individually or collectively liable or responsible for any debts or liabilities of the corporation.

5. To purchase, lease, or otherwise acquire real or personal property of any kind, tangible or intangible and to sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights, and generally do anything or perform any act which shall be necessary and proper to the best interests of said corporation in accomplishing any of the objects and purposes herein set forth.

6. To borrow money, to issue bonds, debentures, notes and other obligations of this corporation from time to time for any of the objects or purposes of this corporation, and to mortgage, pledge, hypothecate or convey in trust or otherwise any or all of the property of the corporation to secure the payment thereof.

7. To invest on behalf of itself or others, any money or property of the corporation and such additional funds as it may

obtain, or any interest therein, in any manner; to vary the investments of the corporation, and generally to sell, exchange or otherwise dispose of, deal with, and turn to account, any of the assets of the corporation.

8. To endorse, guarantee, and secure the payment and satisfaction of loans, bonds, debentures, obligations, and evidences of indebtedness; to guarantee and assure the payment or satisfaction of interest on obligations; to assume the whole or any part of the liabilities, existing or prospective, of any person, corporation, firm or association.

9. To do any and all such other acts, things, business or businesses in any manner connected with or necessary, incidental, convenient or auxiliary to any of the objects hereinbefore enumerated or calculated, directly or indirectly, to promote the purposes of the corporation, and in carrying on its purposes or for the purpose of attaining or furthering any of its purposes, to do any and all acts and things, and to exercise any and all other powers which a natural person could do or exercise and which now or hereafter may be authorized by law, and in any geographical location.

10. To do all things permitted of a non-profit corporation to be done under the laws of the State of Idaho.

ARTICLE III.

DURATION

The duration of this corporation shall be unlimited and perpetual.

ARTICLE IV.

LOCATION

The principal place of business and principal office of the corporation shall be in Nampa, Canyon County, Idaho, or elsewhere with the State of Idaho as may be directed by the Board of Directors.

ARTICLE V.

MEMBERSHIP

Any person shall be eligible for membership in this corporation who subscribes to the objects and purposes hereof and such person shall be selected for membership in the manner provided by the By Laws, which members may be unlimited in number. There shall be but one class of membership, each member holding equal rights with all other members.

ARTICLE VI.

DIRECTORS

The affairs of this corporation shall be conducted by a Board of Directors of at least three in number, with the exact number, manner of selection and qualifications as determined by the By Laws. Directors of this corporation shall, but need not be, members of the corporation, as may be determined by the By Laws.

ARTICLE VII.

MEMBERSHIP CERTIFICATES

This corporation is not organized for pecuniary profit and shall not issue capital stock; the corporation shall issue membership certificates to each of the members, which certificates shall be non-transferable or assignable except by resolution of the Board of Directors and under such regulations as the By Laws of this corporation may prescribe. All of the properties and assets of this corporation shall be and are irrevocably dedicated to the purposes for which this corporation is formed and no part of the monies, properties or assets of this corporation, upon dissolution or otherwise, shall enure to the benefit of any member of this corporation or to any private person or individual. In the event of dissolution or liquidation of this corporation all properties and assets remaining after providing for debts and obligations shall be paid over to one or more entities then existing which are solely devoted to carrying out the objects and purposes for which this corporation is formed, and to no other person or entity.

ARTICLE VIII.

BY LAWS

The members of this corporation, at their annual meeting or at a special meeting called for such purpose, or the Board of Directors of this corporation, shall have the power by majority vote to repeal or amend the By Laws of this corporation, or to adopt new By Laws of this corporation, provided that such By Laws as are amended or adopted by the members of the corporation may not then be altered or amended by the Board of Directors.

ARTICLE IX.

Said corporation shall hold its first meeting for the election of officers on the 21st day of May, 1973, at Nampa, Canyon County, Idaho.

ARTICLE X.

AMENDMENTS

These articles may be amended by a two-thirds vote of the members present at any regular or special meeting, providing written notice of the proposed amendment or amendments has been mailed to each member at his last known address at least ten (10) days in advance of the meeting.

IN WITNESS WHEREOF, We have hereunto set our hands, this 18th day of May, 1973.

Earl Reed  
Serena M. Mulholland  
Leothel Vargas  
Dorothy D. Reed  
R. Harold Davidson

STATE OF IDAHO )  
: ss.  
County of Canyon )

On this 15<sup>th</sup> day of May, 1973, before me, the undersigned, a Notary Public in and for said State, personally appeared Teal L. Reed Georgia M. Mullin, Elmer D. and Dorothy C. Reed and Harold Johnson, known to me to be the persons whose names are subscribed to the within and foregoing 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.

Darlene L. Bozeman  
Notary Public for Idaho,  
Residing at Nampa, Idaho.