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Department of State.

**CERTIFICATE OF INCORPORATION
OF**

BLACKFOOT AERIE 3813 FRATERNAL ORDER OF EAGLES, INC.

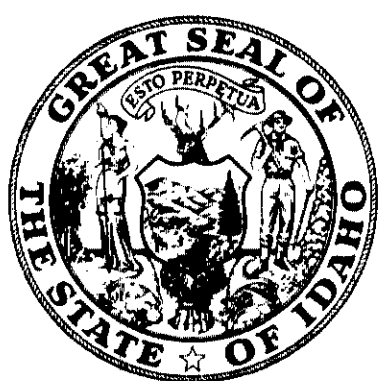
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

BLACKFOOT AERIE 3813 FRATERNAL ORDER OF EAGLES, 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 January 10, 19 90.



Pete T. Cenarrusa
SECRETARY OF STATE

Sheryl DeVries
Corporation Clerk

ARTICLES OF INCORPORATION OF BLACKFOOT AERIE 3813,
FRATERNAL ORDER OF EAGLES, INC.

RECEIVED
SEC. OF STATE
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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being of legal citizens of the United States of America, ~~do~~ voluntarily associated ourselves together for the purpose of forming a corporate non-profit, cooperative fraternal association under and pursuant to the laws of the State of Idaho generally, and particularly and pursuant to Chapter 3, Title 30, of the Idaho Code Annotated, and we do hereby certify:

Name: The name of the corporation shall be Blackfoot Aerie 3813, Fraternal Order of Eagles, Inc.

Purpose: The purpose for which this corporation is formed is to give corporate existence to the members of a fraternal lodge association know as Blackfoot Aerie No. 3813, Fraternal Order of Eagles, for the purpose of operating a club and social or lodge rooms; to purchase, take, hold, lease, rent, sell or mortgage real property for the purpose of owning or operating a social club or lodge rooms; to purchase, take, hold, lease, rent, sell or mortgage personal property for the purpose of owning or operating a social club or lodge rooms, and to do all things incidental, necessary or convenient in the carrying out of the foregoing purposes. It is no part of the purpose of this corporation to have any part whatever in the exercise of the powers granted to said Blackfoot Aerie 3813 by the Grand Aerie, Fraternal Order of Eagles, or by the Fraternal System known in the aggregate as the Fraternal Order of Eagles, to operate a secret society or lodge under the laws and rituals of the said Fraternal Order of Eagles. The purpose of the corporation is to exercise property rights with reference to a social club or lodge rooms.

The Membership of said corporation shall consist only of the members in good standing of said fraternal lodge association known as Blackfoot Aerie No. 3813, Fraternal Order of Eagles, and none other. Acquisition of membership in the said fraternal lodge association known as Blackfoot Aerie No. 3813 Fraternal Order of Eagles, shall carry with it ipso facto membership in this corporation, and there shall be no other way or means of becoming a member of this corporation. Membership in this corporation shall cease whenever membership ceases in the said Fraternal Association known as Blackfoot Aerie No. 3813, Fraternal Order of Eagles, and the occurring of any event which will bring about the cessation of membership in the said fraternal lodge association known as Blackfoot Aerie No. 3813, Fraternal Order of Eagles shall ipso facto work cessation of membership in this corporation, and the dissolution for any cause whatsoever of the said fraternal lodge association as a fraternal lodge of that system of lodges known in the aggregate as the Fraternal Order of Eagles, shall forthwith work a dissolution of this corporation, in such event, the affairs of this corporation shall be wound up and terminated in accordance with the laws of this state.

Term: This corporation shall have perpetual existence.

Registered Office: This location and post office address of the registered office in this state and the principal place of business shall be; P O Box 1097, Bingham County, At 8 West Bridge, Blackfoot, Idaho, 83221.

Membership Certificates: This corporation shall not issue any capitol stock but shall issue membership certificates to each member hereof, which certificates shall be those prescribed by the Grand Aerie, Fraternal Order of Eagles, and which shall be issued to each member upon payment of dues as prescribed by said Grand Aerie, Fraternal Order of Eagles.

Non-profit: No dividends of any kind or nature shall ever be declared to any member of this corporation, and no member shall receive any pecuniary profit from his certificate of membership in this corporation, it being expressly understood that this shall be a strictly non-profit corporation.

By-laws: The by-laws of this corporation shall be those established by the Grand Aerie, Fraternal Order of Eagles, or the government of individual Aeries and shall be changed only in accordance with such changes as shall from time to time be made by said Grand Aerie, Fraternal Order of Eagles.

Annual Meeting: The annual meeting of the membership of this corporation for the election of directors and for such other business as may be laid before such meeting shall be held on the 1st meeting night of May of each year. Such directors shall assume office as of June 1st, of each year.

Incorporators: The Directors of this corporation shall be seven in number and shall consist of the duly qualified and acting lodge officers from year to year; and the directors for the first year and until their successors are elected and qualified, shall be as follows; In WITNESS WHEREOF, WE AS INCORPORATORS, have hereunto set our hands this 2 day of Jan 1990.

Worthy President	<u>Fred Zillig</u>	<u>Fred Zillig</u>
Jr. Past President	<u>Wally Watkins</u>	<u>Wally Watkins</u>
Worthy Vice President	<u>Harry Gerstlauer</u>	<u>Harry Gerstlauer</u>
Worthy Secretary	<u>Gary G Scott</u>	<u>Gary G Scott</u>
Worthy Treasurer	<u>Terry Bets</u>	<u>Terry Bets</u>
Trustee	<u>John Zinken</u>	<u>John Zinken</u>
Trustee	<u>Robert Rodgers</u>	<u>Robert Rodgers</u>

and their successors from year to year will be the members annually selected to the above offices.

The Initial Registered Agent will be: Fred Zillig

P O Box 1097, Bingham County, 8 West Bridge, Blackfoot, Ida. 83221 .

Address of the above incorporators as follows;

Fred Zillig P O Box 1097 Bingham County 8 W. Bridge Blackfoot, Ida
Wally Watkins 479 E Pacific Blackfoot, Ida 83221 (83221)
Harry Gerstlauer 412 E 400 N Blackfoot, Ida 83221
Gary G Scott 733W 200 N P O Box 211 Moreland, Ida 83256
Terry Bets Rt 3 Box 354 Blackfoot, Idaho 83221
John Zinken 710 S 132 S Pingree, Ida 83262
Robert Rodgers 112 N Stout Blackfoot, Idaho 83221

Incorporators and/or board of directors and/or officers are all the same as listed above.