



**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

*The North End Neighborhood Association, Inc.*

was filed in the office of the Secretary of State on the *22nd* day of *December* A. D. One Thousand Nine Hundred *Seventy-seven* and *will be* is duly recorded on *Film No. 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 *Boise, Idaho* in the County of *Ada* 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 *22nd* day of *December* A.D., 19*77*.

Secretary of State.

ARTICLES OF INCORPORATION

OF

THE NORTH END NEIGHBORHOOD ASSOCIATION, INC.

11 Know all men by these presents:

That we the undersigned, residents of the State of Idaho and citizens of the United States of America, of full age of majority, have for the purpose of forming a non-profit cooperative association pursuant to Chapter 10, Title 3, Idaho Code, for the purposes expressed in ARTICLE II hereof, adopted the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be The North End Neighborhood Association, Inc.

ARTICLE II

This corporation is organized for the purpose of preserving and improving the quality of life and esthetic environment of the area of the City of Boise bounded on the south by State Street, on the west by 28th Street, on the north by Hill Road from 28th Street to 13th Street, there along Irene Street extended east to 6th Street, as a desirable residential area for its inhabitants.

The powers and authority of this corporation shall be as follows:

- (a) To operate under the name set forth in ARTICLE I above;
- (b) To employ qualified legal counsel and other necessary personnel to carry out the purposes of this corporation;
- (c) To accept financial aid from the United States of America and any other source in order to carry out the purposes hereof;

- (d) To conduct its activities in accordance with and subject to all applicable State and Federal laws and regulations;
- (e) To make reports to its members as may be required in the By-laws;
- (f) To adopt and use a corporate seal;
- (g) To make contracts;
- (h) By its Board of Directors to appoint such officers and employees as may be decreed proper, define their authority and duties, fix their compensation, require bonds of such of them as it deems advisable and fix the penalty thereof, dismiss such officers or employees, or any thereof for any good reason and appoint others to fill their places;
- (i) To adopt By-laws regulating the manner in which its officers and employees shall be appointed, its property transferred and the privileges granted to it by law exercised and enjoyed;
- (j) To acquire, hold, operate, mortgage, hypothecate, and dispose of any property (real, personal or mixed) whenever necessary or appropriate to the carrying out of its lawful functions;
- (k) To exercise such incidental powers as may reasonably be necessary to carry out the business for which the corporation is established, provided that such incidental powers shall be exercised in a manner consistent with tax exempt status under 501 (c)(3) of the Internal Revenue Code of the United States.

ARTICLE III

The duration of this Corporation shall be perpetual.

ARTICLE IV

The location and post office address of the Corporation's registered office in the State of Idaho is 1211 N. 14<sup>th</sup> St., Boise, Idaho.

ARTICLE V

The number of Directors of this Corporation shall not be less than the number required by the laws of the State of Idaho, the exact number and qualifications of which shall be established in the By-Laws. The Board of Directors shall conduct all of the business of the Corporation except that business specifically delegated to its executive committee.

ARTICLE VI

This Corporation is formed without any purpose of pecuniary profit to itself or its members and shall have no capital stock.

ARTICLE VII

(a) Membership in the Corporation shall be accorded to any person 18 years of age or older who is interested in the purposes of the Corporation and who resides, works, or owns real property within the geographic area described in ARTICLE II.

(b) The private property of members of the Corporation shall not be subject to the payment of corporate debts and no member shall become individually liable or responsible for any debts or liabilities of the Corporation.

(c) Each member shall be issued a certificate of membership in the Corporation.

ARTICLE VIII

Upon dissolution of the Corporation for any cause, all of the assets and property, both real and personal, then owned or controlled by this Corporation shall revert to and become the

property of an eleemosynary institution accorded tax exempt status under 501 (c)(3) of the Internal Revenue Code of the United States to be designated by the Board of Directors; provided, however, that the just debts and liabilities of the Corporation shall first be paid. Upon dissolution, none of the assets or property of the Corporation shall devolve to the benefit of any officer, director, employee or member of this Corporation.

ARTICLE IX

These Articles may be amended at any regular meeting of the membership of the Corporation, or at a special meeting called for that purpose, by a two-thirds majority of the members present.

ARTICLE X

The undersigned incorporators shall act as the Board of Directors until their successors shall have been duly qualified and elected.

Dated December 21, 1977.

INCORPORATORS

Nancy J. Stouffer  
Nancy J. Stouffer

1211 N. 14<sup>th</sup> St., Boise, ID 83

Dennis Fitzgerald  
Dennis Fitzgerald

2230 North 9<sup>th</sup> St.  
Boise, Idaho, 83702

Patricia A. Derbidge  
Patricia A. Derbidge

1403 N. 15th St., Boise, Idaho

Carolyn W. Selander  
Carolyn W. Selander

1314 Birch St., Boise, Idaho 83

Robert C. Brown  
Robert C. Brown

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