

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

IDAHO NATIVE PLANT SOCIETY, 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 _____

IDAHO NATIVE PLANT SOCIETY, 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 May 30, _____, 19 89.



Pete T. Cenarrusa

SECRETARY OF STATE

[Signature]

Corporation Clerk

RECEIVED
SEC. OF STATE
ARTICLES OF INCORPORATION
MAY 30 1989
ARTICLE 26

MAY 8 11 46 AM '89
SECRETARY OF STATE

of

IDAHO NATIVE PLANT SOCIETY, Inc.

The undersigned, acting as the incorporators of a corporation (hereinafter referred to as the "Corporation") under the Idaho Nonprofit Corporation Act, Title 30, Chapter 3, Idaho Code, adopt the following Articles of Incorporation for the Corporation.

ARTICLE I

The name of the Corporation is the Idaho Native Plant Society, Inc. This Corporation is a nonprofit corporation.

ARTICLE II

The period of this Corporation is perpetual.

ARTICLE III

The purposes for which the Corporation are organized are as follows:

A. To promote interest in native plants, and to collect and disseminate information on all phases of the botany of native plants in Idaho, and to educate the public to the value of the native flora and its habitats.

B. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act which a corporation formed under Chapter 3, Title 30, Idaho Code or any amendment thereto or substitute for, may not at that time lawfully carry on or do.

Notwithstanding any other provisions in these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

The membership of this Corporation shall be open to all persons over the age of 18 sympathetic to the purposes of the Corporation.

Any eligible person may apply for membership and upon payment of the membership fee as may be fixed by the Board of Directors such person shall become a member and shall be entitled to a membership card and rights and privileges of membership.

The rights and interests of all members in good standing

shall be equal and no member shall have or acquire a greater interest than any other member.

ARTICLE V

The affairs of this Corporation shall be governed by a body chosen by its membership which shall be called the Board of Directors. The Board of Directors shall consist of the four elected statewide officers of the Society, the immediate past president and such other members as designated in the Bylaws. The officers of the Corporation shall consist of the President, Vice President, Secretary and Treasurer. Changes in the number of directors shall be made by amendment to the bylaws.

ARTICLE VI

The location of this Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is 1824 N. 19th Street, Boise, Idaho 83702, and the name of the initial registered agent at this address is Mary Grunewald McGown.

ARTICLE VII

The names and addresses of the incorporators and initial Directors are as follows:

Joe Duft	10073 Westview Dr., Boise, ID 83704
Robert Moseley	904 E. Washington St., Boise, ID 83712
Susan Bernatas	904 E. Washington St., Boise, ID 83712
Mary G. McGown	1824 N. 19th St., Boise, ID 83702
Kathleen Geier-Hayes	5498 Collister Dr., Boise, ID 83703
Lynda Smithman	819 N. 18th St., Boise, ID 83702
Robert Steele	5575 Roundup, Boise, ID 83709

The initial Directors shall serve temporarily until officers and board members are selected according to the Bylaws.

ARTICLE VIII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III.

ARTICLE IX

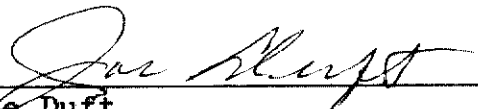
Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the organization

in such manner, or to such organization or organizations formed and operated exclusively for charitable, educational, scientific or social welfare purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) or (c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE X

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.


IN WITNESS WHEREOF, the Incorporators have signed these Articles of Incorporation this _____ day of May 1989.



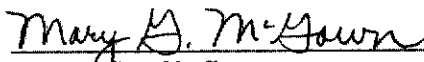
Joe Duft



Robert Moseley



Susan Bernatas



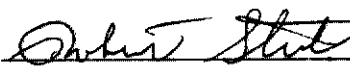
Mary G. McGown



Kathleen Geier-Hayes



Lynda Smithman



Robert Steele

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89 MAY 30 AM 10 26

5139 S. Morrow
Boise, Idaho 83709
May 12, 1989

Attn: Sally Clark
Secretary of State's Office
State of Idaho
Statehouse Mail
Boise, Idaho 83720

RE: Idaho Native Plant Society, Inc.

Dear Ms. Clark:

The Pahove Chapter of the Idaho Native Plant Society gives its consent for the use of the name, Idaho Native Plant Society, Inc. to the persons who recently filed articles of incorporation under that name. The Idaho Native Plant Society, Inc. will be a statewide group with which the Pahove Chapter and other chapters will be affiliated.

Sincerely,



Carol Prentice, President
Idaho Native Plant Society -- Pahove Chapter, Inc.