

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

BAYVIEW CHAMBER OF COMMERCE, INC.

was filed in the office of the Secretary of State on the **Eleventh** day of **May**, A. D. One Thousand Nine Hundred **Sixty-two** and is duly recorded on Film No. **119** of Record of Domestic Corporations of the State of Idaho, and that the said articles contain the statement of facts required by Sections 30-103, 30-1101 and 30-1102, Idaho Code.

AND I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name stated in the articles, and for **perpetual existence** from the date hereof, with its registered office in this State located at **Bayview** in the County of **Kootenai** and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, 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 **11th** day of **May**, A.D., 19**62**.

Secretary of State.

ARTICLES OF INCORPORATION
OF THE
BAYVIEW CHAMBER OF COMMERCE

WE, the undersigned, over twenty-one years of age and citizens of the State of Idaho and United States of America, desiring to form a non-profit social, charitable and fraternal corporation pursuant to the provisions of Chapter 11 of Title 30 of the Idaho Code Annotated, do hereby certify as follows:

ARTICLE I

The name of the Corporation shall be "BAYVIEW CHAMBER OF COMMERCE, INC.", and its principal place of business and registered office shall be Bayview, Kootenai County, Idaho.

ARTICLE II

The purposes for which this non-profit corporation are formed are as follows:

To promote the commercial interests and welfare of the community of Bayview, Idaho and to advance knowledge to the public of the general sporting facilities available on Lake Pend Oreille.

ARTICLE III

The duration of this corporation shall be perpetual.

ARTICLE IV

This is a non-profit organization.

ARTICLE V

Membership shall be limited to residents of Bayview, Idaho, who are persons of good character and whose qualifications have been favorably passed upon by a majority of the Board of Directors of this corporation.

ARTICLE VI

The annual meetings of the Board of Directors shall be held the second Tuesday in February of each year.

ARTICLE VII

The officers and directors of this organization shall be elected by the members at the annual meeting. The number of officers and directors shall be designated in the by-laws.

ARTICLE VIII

Pursuant to Section 30-1102 of the Idaho Code Annotated, an election of directors of this organization was held on the 8 day of May, 1962, at the Old Bayview School House, Bayview, Idaho, at which election a majority of the members was present and voted. By unanimous vote the following were elected as directors and incorporators of this organization: James A. MacDonald, LESLIE F. GRAVES, and DONALD C. KIMBALL.

Before such election was held, notice of the time and place of holding such election was given publication for at least two weeks in the COEUR D'ALENE PRESS, a newspaper of general circulation in the County where the election was held. Furthermore, a like notice was posted in a conspicuous place at the Old Bayview School House, Bayview, Idaho, for a period of at least two weeks prior to the date of the election.

ARTICLE IX

The following who are directors and incorporators do hereunder subscribe and affix their signatures on this 8 day of May, 1962:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------------|----------------|
| James A. McDonald | Bayview, Idaho |
| Leslie E. Graves | Bayview Idaho |
| Donald C. Kimball | Bayview, Idaho |

STATE OF IDAHO)
 County of Kootenai) ss.

On this 8 day of May, 1962, before me the undersigned Notary Public, personally appeared James A. McDonald, Leslie E. Graves, and Donald C. Kimball, known to me to be the persons whose names are subscribed to the within instrument as incorporators and acknowledged to me that they executed the same as such incorporators.



Donald C. Kimball
 Notary Public for the State of Idaho,
 residing at ~~Coeur d'Alene~~. My commission expires: NOTARY PUBLIC for the State of Idaho
 Residing at Coeur d'Alene, Idaho
 My commission expires September 15, 1962

I verify that the facts set out in Article VIII are true; that I was secretary of the election meeting held on the 8 day May, 1962, at Bayview, Idaho; and that the persons listed hereinabove are duly elected as directors of this corporation.

Donald C. Kimball



ARTICLES OF AMENDMENT (Non-profit)

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned
non-profit corporation amends its articles of incorporation as
follows:

08 SEP 10 AM 8:39

SECRETARY OF STATE
STATE OF IDAHO

FILED EFFECTIVE

1. The name of the corporation is:

BAYVIEW CHAMBER OF COMMERCE, INC.

If the corporation has been administratively dissolved and the corporate name is no longer available for use, the amendment(s) below must include a change of corporate name.

2. The text of each amendment is as follows:

ARTICLE VI

The annual meeting of the Board of Directors
Chamber of Commerce shall be held in February
the month of December of each year.

3. The date of adoption of the amendment(s) was:

February ⁶ 13, 2007

4. Manner of adoption (check one):

Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. (Please fill spaces below)

a. The number of directors entitled to vote was: 5

b. The number of directors that voted for each amendment was: 5

c. The number of directors that voted against each amendment was: 0

The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was, therefore adopted by the members. (Please fill spaces below)

a. The number of members entitled to vote was: _____

b. The number of members that voted for each amendment was: _____

c. The number of members that voted against each amendment was: _____

Dated: Feb 6, 2007

Signature: James H. MacDonald

Typed Name: James Mac Donald

Capacity: President

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

g:\corp\corp\members of amendment\sp_01.mxd
Revised 10/2003

IDAHO SECRETARY OF STATE
09/10/2008 05:00
CX: 2887 CT: 229684 BH: 1135318
1 @ 38.00 = 38.00 MON PROF A # 2

C 33622