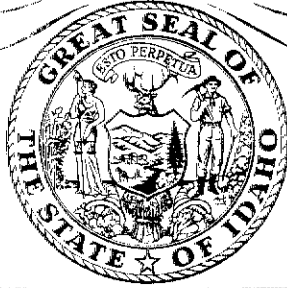


# State of Idaho



## 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

#### **IDAHO ASSOCIATION OF CHIROPRACTIC PHYSICIANS, INC.**

was filed in the office of the Secretary of State on the **Fourteenth** day of **December** A. D. One Thousand Nine Hundred **Sixty-two** and is duly recorded on Film No. **121** 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,** 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 **14th** day of **December**, A.D., 19**62**.

Secretary of State.

ARTICLES OF INCORPORATION

of

IDAHO ASSOCIATION OF CHIROPRACTIC PHYSICIANS, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, whose names are subscribed hereto, all of whom are persons of full age and citizens of the United States of America and residents and citizens of the State of Idaho, and all of whom are chiropractic physicians duly licensed and in good standing under and by virtue of the laws of the State of Idaho, do hereby organize, constitute and associate ourselves and such other person or persons as may hereafter become associated with us into a non-profit, cooperative association under and pursuant to Chapter 10, Title 30, Idaho Code, and the laws of the State of Idaho relating to the organization of corporations where pecuniary profit is not the objective, and we hereby set forth and declare:

I

NAME OF CORPORATION

The name of this non-profit cooperative association, hereinafter referred to as the corporation, is and shall be IDAHO ASSOCIATION OF CHIROPRACTIC PHYSICIANS, INC.

## II

### OBJECTS AND PURPOSES

The objects and purposes for which this non-profit corporation is formed are:

(a) To promote the interests and general welfare of the duly licensed chiropractic physicians in the State of Idaho; to advance the science and art of chiropractic and to promote high educational standards and ethical professional practices in the chiropractic field; to cooperate with city, county, state and national governments and with regional and national associations in the development and exchange of information and the maintenance of high standards and sound policies with respect to the field of chiropractic; to establish and promote a closer and deeper professional interest by the membership of this corporation and to enhance the social relationships of the members of this corporation; to undertake any activities necessary and proper for the accomplishment of these purposes consistent with the public interest and in the interest of the members of this corporation and the chiropractic field in general;

(b) To buy, lease, contract for or acquire in any lawful manner, to process, sell or otherwise dispose of

property both real, personal or mixed, wherever situate, to take, hold, and convey title to and improve real property by building, repairing or otherwise, to take, receive, acquire, hold, transfer and dispose of monies, donations, contributions, endowments, bequests, devises, securities, and all other species of property; to exercise any and all of the powers of the holders of such securities, including the right to vote with respect thereto, with power to designate some party for that purpose from time to time to the same extent that natural persons might or could do; and generally do all acts and things designed to protect, improve, preserve or enhance the value of any of the assets of this corporation;

(c) To pledge, mortgage, encumber or lease any or all of its property to secure its debts and obligations; to borrow and loan money upon any form of security and to give and take mortgages, deeds of trust, assignments and pledges of every kind and character; and

(d) To have and to exercise all powers and to do and perform all acts and things which shall or may be necessary, proper or desirable; to conduct any and all of the business and carry out the objects and purposes for

which this non-profit corporation is formed or which may be incident thereto.

The statement of objects and purposes specified above and enumeration thereof shall not limit nor restrict in any manner the general powers now or hereafter conferred upon this non-profit corporation by the laws of the State of Idaho.

### III

#### PLACE OF BUSINESS

The principal place of business and the business office of this non-profit corporation shall be maintained in the City of Boise, County of Ada, State of Idaho.

### IV

#### DURATION

This non-profit corporation shall have perpetual existence.

### V

#### CAPITAL STOCK

This non-profit corporation shall have no capital stock, but the members shall be issued appropriate membership certificates upon compliance with the membership requirements.

## VI

### MEMBERSHIP

The membership requirements and qualifications in this corporation shall be as set forth in the By-Laws. The members hereof shall not be personally or individually liable for the debts or obligations of this corporation and their respective rights and interests shall be equal and each member in good standing shall be entitled to receipt of a membership certificate and to one vote. No membership certificate may be transferred so that the transferee may become a member of this corporation, except by resolution of the Board of Directors and under such regulations as the By-Laws may prescribe.

## VII

### CORPORATE POWERS

The corporate powers of this corporation shall be vested in a Board of Directors in such number as may be set forth in the By-Laws which shall consist of not less than five (5) nor more than fifteen (15) directors.

## VIII

### OFFICERS

The officers of this corporation shall be as set forth in the By-Laws.

IX

BY-LAWS

The Board of Directors of this corporation shall adopt appropriate By-Laws designed to further and enhance the objects and purposes for which this non-profit corporation is organized, and the Board of Directors shall have the power to make, alter, amend or repeal such By-Laws as the Board may determine proper for the efficient management of the affairs of this corporation. The By-Laws may also be altered, amended or new By-Laws adopted at any regular meeting or at any special meeting of the members thereof, called for that purpose, by the affirmative vote of two-thirds of the members present at such meeting; provided, that a quorum as specified in the By-Laws of the corporation or the laws of the State of Idaho be present.

X

AMENDMENTS OF ARTICLES

These Articles may be amended by a two-thirds vote of the membership of the Idaho Association of Chiropractic Physicians, Inc., which may be conducted at any annual meeting or special meeting thereof called for that purpose, or by written ballot.

IN WITNESS WHEREOF, We, the undersigned, do hereby constitute ourselves the incorporators of this corporation from among whom the first Board of Directors shall be elected.

DATED This 20th day of October, 1962.

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
<u>Dwayne Moulton</u>	<u>814 N. 8th St., Boise, Idaho</u>
<u>Henry E. West</u>	<u>241 S. Arthur, Pocatello, Idaho</u>
<u>Raymond M. West</u>	<u>5013 Fairview, Boise, Idaho</u>
<u>W. L. Wood</u>	<u>Box 269, Buhl, Idaho</u>
<u>John H. Kieffer</u>	<u>1175 S. 3rd West, Mtn. Home, Idaho</u>
<u>Milton J. Heggen</u>	<u>1107 4th St., Coeur d'Alene, Idaho</u>
<u>J. Spink</u>	<u>218 E. Jefferson, Boise, Idaho</u>
<u>John H. Halberg</u>	<u>1729 Federal Way, Boise, Idaho</u>
<u>V. R. Collins</u>	<u>540 Park Ave., Idaho Falls, Idaho</u>
<u>Mark L. Woodland</u>	<u>995 First St., Idaho Falls, Idaho</u>



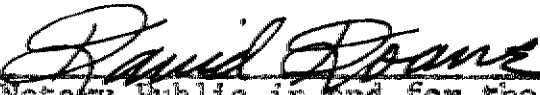
STATE OF IDAHO )  
 )  
County of Ada ) ss.

On this 20th day of October, 1962,

before me, the undersigned, a Notary Public in and for said State, personally appeared R. DWAYNE MOULTON, HENRY G. WEST, DOUGLAS M. HITT, G. W. ATWOOD, JOHN D. KIEFFER, MILTON I. HIGGINS, F. C. SPINHARNEY, JOHN H. HALBERG, V. R. COLLINS and MARK L. WOODLAND,

known to me to be the persons whose names are subscribed to the within 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.

  
Notary Public in and for the State  
of Idaho, Residing at Boise,  
Idaho