



ARTICLES OF INCORPORATION

(General Business)

(Instructions on back of application)

The undersigned, in order to form a Corporation under the provisions of Title 30, Chapter 1, Idaho Code, submits the following articles of incorporation to the Secretary of State.

FILED EFFECTIVE
2006 DEC 11 PM 2:06
SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

Deadwood Backcountry Adventures, Inc.

1,000 shares of common stock

Article 2: The number of shares the corporation is authorized to issue: at no par value

Garden Valley Ranch, Saddle Back Lane,

Article 3: The street address of the registered office is: Garden Valley, ID 83622

and the name of the registered agent at such address is: Tom Carter

Article 4: The name of the incorporator is: Tom Carter

and address of the incorporator is: 41930 Rouen Road, Baker City, OR 97814

Article 5: The mailing address of the corporation shall be:

41930 Rouen Road, Baker City, OR 97814

Optional Articles:

6: Each shareholder shall have the preferential or preemptive right to subscribe for or purchase any shares of stock hereafter authorized or issued by the corporation. Each shareholder shall have one vote for each share held of record on all matters submitted for shareholder approval excepting the election of Directors, for which shareholders may accumulate their votes.

[ARTICLES CONTINUED ON THE ATTACHED SHEET]

Signature of at least one incorporator:

Tom Carter

Typed Name: TOM CARTER

Typed Name: _____

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

C 170323

IDAHO SECRETARY OF STATE
12/11/2006 05:00
CK: 4612 CT: 287374 BH: 1018934
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Revised 10/2/2005

Web Form

ARTICLES OF INCORPORATION OF
DEADWOOD BACKCOUNTRY ADVENTURES, INC.
CONTINUED:

Article 7: The number of Directors constituting the original Board of Directors shall be two. The number of Directors may be changed from time to time by amendment of the Bylaws of the corporation. The initial Board of Directors shall consist of: Tom Carter and Dawn Carter.

Article 8: (1) The Corporation shall indemnify, to the fullest extent provided in the Act, any Director or Officer who was or is a party or is threatened to be made a party to any proceeding by reason of or arising from the fact that he is or was a Director or Officer of the Corporation. The determination and authorization of indemnification shall be made as provided in the Act.

(2) The Corporation, shall pay for or reimburse the reasonable expenses incurred by a Director or Officer who is a party to a proceeding in advance of final disposition of the proceeding as provided in the Act.

(3) The indemnification referred to in the various sections of this Article shall be deemed to be in addition to and not in lieu of any other rights to which those indemnified may be entitled under any statute, rule of law or equity, agreement, vote of the Shareholders or Board of Directors or otherwise.