

**ARTICLES OF INCORPORATION
OF
SNAKE RIVER STAMPEDE CURE FOUNDATION, INC.
(Non-Profit)**

FILED EFFECTIVE

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SECRETARY OF STATE
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Pursuant to the provisions of Title 30, Chapter 3, Idaho Code, the Idaho Nonprofit Corporation Act ("Act"), the undersigned, acting as incorporator, in order to form a nonprofit corporation for the purposes hereinafter stated, does hereby certify as follows:

Article 1: The name of the corporation shall be: SNAKE RIVER STAMPEDE CURE FOUNDATION, INC.

Article 2: The purposes for which this nonprofit corporation is organized are:

- A. To further the health and welfare awareness and needs of the general public;
- B. To transact all lawful business for which corporations may be incorporated under the Idaho Nonprofit Corporation Act and the Idaho Business Corporation Act as those provisions are not inconsistent with the provisions of the Idaho Nonprofit Corporation Act;
- C. To be duly educational and charitable in its purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3);
- D. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. 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 that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

Article 3: Notwithstanding any other provisions of these Articles or the Bylaws:

- A. No part of the earnings of this corporation shall inure to the benefit of or be distributable to, any trustee, officer of the corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation.
- B. No substantial part of the activities of this corporation shall involve the attempt to influence legislation, nor shall this corporation participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.
- C. The corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status (1) as a corporation which is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code, or (2) as a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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- D. This corporation shall be duly educational and charitable, and its purposes shall be conducted and the corporation shall be operated, supervised and controlled for the specific purposes as set forth in Article 2 above to all persons who further health and welfare awareness, without regard to race, creed, color, religion, sex, or national origin.
- E. All income of the corporation for each taxable year (for federal income tax purposes) shall be distributed at such time and in such manner so as not to subject the corporation to federal tax under Section 4942 of the Internal Revenue Code of 1986, as amended.
- F. The corporation created hereby shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended); retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code of 1986, as amended; make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code of 1986, as amended; or make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended.

Article 4: The street address of the registered office is: 16114 Idaho Center Boulevard, Suite 4, Nampa, ID 83687. The registered agent at such address is: Ken Nicodemus.

Article 5: The affairs of the corporation shall be managed by its Board of Directors. The Board of Directors shall consist of three (3) Directors of the Nampa Harvest Festival Association, doing business as the Snake River Stampede, together with two (2) members representing the public with special interest in promoting public health and welfare. The names and street addresses of the persons constituting the initial Board of Directors are:

Ken Nicodemus
Nampa Harvest Festival Association
16114 Idaho Center Blvd, Ste 4
Nampa, ID 83687

Dennis Parry
Nampa Harvest Festival Association
16114 Idaho Center Blvd, Ste 4
Nampa, ID 83687

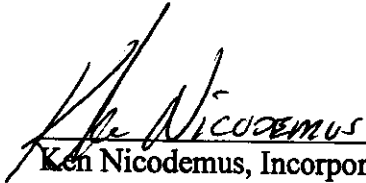
Chris Veloz
Nampa Harvest Festival Association
16114 Idaho Center Blvd, Ste 4
Nampa, ID 83687

The corporation shall indemnify any director, officer, or former director or officer of the corporation against expenses actually and reasonably incurred by him/her in connection with the defense of any action, suit, or proceeding, civil or criminal,

in which he/she is made a party by reason of being or having been a director or officer, except in relation to matters as to which he/she is adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty to the corporation; and to make any other indemnification that is authorized by the Bylaws.

- Article 6:** The officers of the corporation shall be as provided in the Bylaws.
- Article 7:** The mailing address of the corporation shall be: 16114 Idaho Center Blvd, Ste 4, Nampa, ID 83687.
- Article 8:** The corporation does not have voting members.
- Article 9:** All funds and properties received by this corporation shall be used in the first instance, or shall be invested and the income therefrom used, after payment of necessary expenses, for the exclusive objects and purposes set forth in these Articles of Incorporation as deemed advisable by the Board of Directors.
- Article 10:** The period of existence and duration of the corporation shall be perpetual.
- Article 11:** Upon dissolution of the corporation, the Board of Director shall, after paying or making provision for the payment of all liabilities of the corporation, distribute all of the assets of the corporation consistent with the purposes of the corporation to such other organization or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes, or to such organizations as such Court shall determine to be consistent with the purposes of the corporations.
- Article 12:** These Article of Incorporation may be altered, amended or replaced by the Board of Directors of the corporation as provided in the Bylaws.
- Article 13:** Provisions for the regulation of the internal affairs of the corporation shall be set forth in the Bylaws.

DATED: November 27, 2013



Ken Nicodemus, Incorporator
16114 Idaho Center Blvd, Ste 4
Nampa, ID 83687