



ARTICLES OF INCORPORATION (Non-Profit)

Title 30, Chapters 21 and 30, Idaho Code

Filing fee: \$30 typed, \$50 not typed

Complete and submit the form in duplicate.

FILED EFFECTIVE

2017 OCT 18 AM 8:38

SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

WAFWA Species Restoration Foundation Inc

Article 2: The purpose for which the corporation is organized is: the promotion of social welfare within the meaning of 501(c)(4) of the U.S. I.R.C.

Article 3: Registered agent name and address:

Deb VonDeBur

2700 W. Airport Way Boise, ID 83705

(Name)

(Address)

Article 4: The board of directors shall consist of no fewer than three (3) people. The names and addresses of the initial directors are:

Bob Broscheid

1313 Sherman St., Room 618 Denver, CO 80203

(Name)

(Address)

Larry L. Kruckenberg

522 Notre Dame Court Cheyenne, WY 82009

(Name)

(Address)

Deb VonDeBur

2700 W. Airport Way Boise, ID 83705

(Name)

(Address)

Article 5: Incorporator name(s) and address(es):

Deb VonDeBur

2700 W. Airport Way Boise, ID 83705

(Name)

(Address)

(Name)

(Address)

(Name)

(Address)

Article 6: The mailing address of the corporation shall be:

2700 W. Airport Way Boise, ID 83705

(Address)

Article 7: The corporation (☒ does ☐ does not) have voting members.

Article 8: Upon dissolution the assets shall be distributed: after paying or making provisions of the payments for all debts for one or more exempt purpose within the meaning of US IRC 501(c)(3) and (4).

Signatures of all incorporators:

Printed Name: Deb VonDeBur

Signature: Deb VonDeBur

Printed Name: _____

Signature: _____

Printed Name: _____

Signature: _____

Secretary of State use only

IDAHO SECRETARY OF STATE

10/18/2017 05:00

CK:14961648 CT:172099 BH:1607989

1@ 30.00 = 30.00 INC NONP #2

C215501

Plan of Domestication for the WAFWA Species Restoration Foundation

INC
2017 OCT 18 AM 8:39
SECRETARY OF STATE
STATE OF IDAHO

An entity domesticating in Idaho has the option of delivering a Plan of Domestication rather than a Statement of Domestication as long as the Plan of Domestication has all of the information required by Idaho Code § 30-22-505(b). I.C. § 30-22-505(e). Accordingly, in accordance with Idaho Code § 30-22-502 *et seq.* and Idaho Code § 30-22-505(b), the following Plan of Domestication for the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation) is submitted.

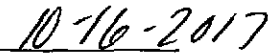
- (1) The name of the domesticating entity is the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation), a non-profit corporation organized and existing under the laws of the State of Wyoming.
- (2) The name and jurisdiction of the domesticating entity is the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation), a non-profit corporation organized and existing under the laws of the State of Wyoming.
- (3) The WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation) is a non-profit corporation with members. All rights, duties and obligations of the members in the domesticating entity will be converted into rights, duties and obligations of the domesticated entity by resolution of the domesticating entity's board of directors, in accordance with the Bylaws of the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation).
- (4) The proposed public organic record of the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation), is the domesticated entity's Articles of Incorporation, attached.
- (5) The full text of the private organic rules of the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation), is the domesticated entity's Bylaws, attached.
- (6) In accordance with the Articles of Incorporation of the domesticated entity, Deb VonDeBur is designated as the registered agent of the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation), 2700 W. Airport Way, Boise, Idaho 83705.

(7) This Plan of Domestication of the domesticated entity is to be effective upon the date of its filing with the Idaho Secretary of State.

(8) Neither the Articles of Incorporation nor the Bylaws of the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation) provide a specific process for approval of domestication. The Wyoming Nonprofit Corporations Act does not provide a process for the domesticating entity to follow. Wyo. Stat. Ann. § 17-19-101 *et seq.* Therefore, the Plan of Domestication must be approved in the same manner as a merger under the laws of Wyoming. I.C. § 30-22-503(a)(1)(B). In accordance with Wyo. Stat. Ann. § 17-19-1103, the Plan of Domestication was approved by a vote of the Board of Directors of WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation) and the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation) members on January 8, 2017



Deb VonDeBur, Incorporator for the WAFWA Species Restoration Foundation (f/k/a Western Conservation Foundation)



Date

IDAHO SECRETARY OF STATE

10/18/2017 05:00

CK:14961648 CT:172099 BH:1607989

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