

ORIGINAL

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2014 JUL 18 AM 8:30

ARTICLES OF INCORPORATION
OF
WOOD RIVER GUN CLUB, INC.

The undersigned, acting as the incorporator(s) of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act") adopts the following Articles of Incorporation ("Articles").

ARTICLE I.

NAME OF THE CORPORATION

The name of this Corporation is WOOD RIVER GUN CLUB, INC.

ARTICLE II

STATUS

The Corporation is a nonprofit corporation.

ARTICLE III

PERIOD OF DURATION

The period of duration of the corporation is perpetual.

ARTICLE IV

REGISTERED OFFICE AND AGENT

MAILING ADDRESS

The location of the Corporation is in the City of Bellevue, County of Blaine, and in the State of Idaho. The address of the initial registered office is Three Miles South of Bellevue, Highway 75, Bellevue, ID 83313. The name of the initial registered agent at this address is Michael Chatterton.

The initial mailing address for the corporation shall be P. O. Box 184 Bellevue, ID 83313.

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ARTICLE V
PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

- A. To stimulate and encourage interest in guns and shooting and all outdoor sports.
- B. To promote and hold outdoor events, trap shoots and other types of events involving guns and shooting.
- C. To generally further the interest in guns and shooting and outdoor events of all kinds.
- D. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein 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 and do.

ARTICLE VI
LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE VII
MEMBERS

The Corporation shall have members who shall have such rights as are provided in the Act that are consistent with the management authority that these Articles grant the Board of Directors of

the Corporation. Any person may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors.

ARTICLE VIII.
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws, which number shall be no less than three. Each Director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

| | <u>NAME</u> | <u>ADDRESS</u> |
|----|-----------------|--|
| 1. | Mike Chatterton | 314 3 rd Ave. North Hailey, ID 83313 |
| 2. | Juan Goitiandia | 101 Cooks Lane Hailey, ID 83333 |
| 3. | Robert Kolman | 140 Labrador Lane Bellevue, ID 83313 |

ARTICLE IX
MEMBERSHIP DUES

Membership dues may be charged to all members of classes of membership in equal amounts or in different amount or proportions upon different members or classes of membership and some members or classes of membership may be exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, any by such methods as the Board of Directors may prescribe.

ARTICLE X

DISTRIBUTION UPON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all assets of the Corporation consistent with the purposes of the Corporation to:

- a. Such organization or organizations as shall at that time qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, as amended from time to time, in such manner as the Board of Directors shall determine; or
- b. To its members or;
- c. To those persons whom the corporation holds itself out as benefiting or serving; all 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 the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XI

INCORPORATOR(S)

The name(s) and address(es) of at least one incorporator(s) is::

- 1. Mike Chatterton
314 3rd Ave. North
Hailey, ID 83333

ARTICLE XII

BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being an incorporator of this corporation, executes these Articles of Incorporation, this 16th day of July, 2014.


Mike Chatterton, Incorporator