

**FILED/EFFECTIVE**

**ARTICLES OF INCORPORATION OF  
WESTERN CENTER FOR ENVIRONMENTAL  
INFORMATION, INC.**

ON NOV 21 PM 2:34  
STATE OF IDAHO

Pursuant to Section 30-3-93 and other applicable sections of the Idaho Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Incorporation as follows:

**ARTICLE 1: NAME.**

The name of the corporation shall be **WESTERN CENTER FOR ENVIRONMENTAL INFORMATION, INC.** This corporation is a nonprofit corporation.

**ARTICLE 2: DURATION.**

The duration of this corporation shall be perpetual.

**ARTICLE 3: PURPOSES.**

1. The corporation is organized, and shall be operated, exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) (collectively hereafter the "Code"), including, but without limitation, researching, organizing and making available factual environmental and scientific information for the public.

In furtherance of the above purposes, but not by way of limitation, the corporation is empowered to:

A. Engage in all activities that are incidental or conducive to attain the purposes and objectives of the corporation; and

B. Exercise all rights and powers conferred by the laws of the State of Idaho upon nonprofit corporations.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable

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compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article. The corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Except to the extent permitted by section 501(h) of the Code, no substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. Any other provision of these Articles to the contrary notwithstanding, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the Federal income tax under section 501(c)(3) of the Code, (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Code, and (c) by a corporation organized under the Idaho Nonprofit Corporation Act as now existing or hereafter amended.

4. The corporation shall have all the powers permitted a corporation that is both a nonprofit corporation under the Idaho Nonprofit Corporation Act and an organization described in section 501(c)(3) of the Code.

#### ARTICLE 4: DIRECTORS NOT MEMBERS.

The corporation shall not have members. The affairs of the corporation shall be managed by its Board of Directors. The number of Directors and their terms shall be as provided in the Bylaws, provided that there shall not be less than three Directors. The Directors of the corporation shall be elected in the manner described in the Bylaws. The persons who are to serve as Directors until the first election thereof are Max Casebeau, Bruce Lium, Bruce Hinkly, Dick Meyer, Ginger Harmon, Ann Christensen, Keith Imus, Will Caldwell, Judy Elgar, and Dick Dahlgren.

#### ARTICLE 5: DISSOLUTION.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all the assets of the corporation to shall be distributed to one or more organizations then qualified under section 501(c)(3) of the Code, as selected by the Board of Directors of the corporation. Any of such assets not so disposed of shall be disposed of by the court having jurisdiction in the county in which the principal office of the corporation is then located to such organization or organizations as said court shall determine and as are then qualified as exempt under section 501(c)(3) of the Code.

**ARTICLE 6: REGISTERED OFFICE AND AGENT.**

The address of the registered office of the corporation is 205 Wall Street, Ketchum, Idaho 83340, and the name of the registered agent at such address is Max Casebeau.

**ARTICLE 7: PRINCIPAL ORGANIZER.**

The principal organizer at the time the corporation was initially formed was Max Casbeau.

**ARTICLE 8: INCORPORATORS.**

The names and addresses of the incorporators who incorporated the corporation and who are also the initial members of the Board of Directors under the Bylaws of the Corporation are as follows:

Max Casebeau	205 Wall Street Ketchum, ID 83340
Bruce Lium	P.O. Box 1979 Hailey, ID 83333
Bruce Hinkly	P.O. Box 604 Sun Valley, ID 83353
Dick Meyer	P.O. Box 449 Sun Valley, ID 83353
Ginger Harmon	P.O. Box 10191 Ketchum, ID 83340
Ann Christensen	HC 64, Box 8288 Ketchum, ID 83340
Keith Imus	P.O. Box 2030 Ketchum, ID 83340
Will Caldwell	P.O. Box 1450 Sun Valley, ID 83353
Judy Elgar	1245 Joyce Road Moscow, ID 83843
Dick Dahlgren	P.O. Box 4402 Ketchum, ID 83340

**ARTICLE 9: BYLAWS.**

Bylaws of the corporation, consistent with these Articles, shall be adopted by the Board of Directors, and may be amended, altered or repealed in the manner provided in the Bylaws.

ARTICLE 10: AMENDMENTS.

These Articles may be amended by the Board of Directors in the manner provided by law.

Dated this 16<sup>th</sup> day of November, 2000.

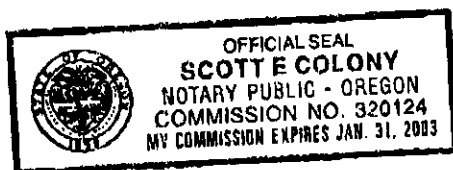
By: MAX Casebeau  
Max Casebeau  
Incorporator

VERIFICATION

OREGON  
STATE OF IDAHO )  
COUNTY OF Willows ) ss.

On this, the 16<sup>th</sup> day of November, 2000, before me, Scott E. Colony, the undersigned, a notary public in and for the county and state, personally appeared MAX CASEBEAU, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, the same day and year in this certificate first above written.



Scott E. Colony  
Notary Public for Idaho Oregon  
Residing at: LaSalle Oregon  
My Commission Expires: 1/31/03