



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**HELLS CANYON ARCHERS, INC.**

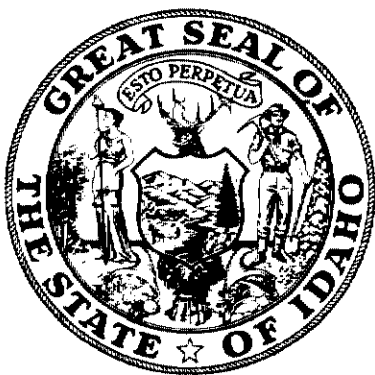
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

**HELLS CANYON ARCHERS, INC.**

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated May 19, 19 89.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*[Signature]*

Corporation Clerk

RECEIVED  
SEC. OF STATE

ARTICLES OF INCORPORATION  
OF

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HELLS CANYON ARCHERS, INC.

A NONPROFIT CORPORATION

WE, THE UNDERSIGNED, residents of the State of Idaho, being of legal age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Idaho.

ARTICLE ONE. NAME AND LOCATION AND REGISTERED AGENT. The name of the corporation shall be Hells Canyon Archers, Inc., and its initial registered office shall be 619 Preston, Lewiston, Nez Perce County, Idaho. The name of the registered agent at such street address is Bruce Chaffee. The mailing address for the corporation is Post Office Box 1351, Lewiston, Idaho 83501.

ARTICLES TWO. DURATION. The period of duration of this nonprofit corporation shall be perpetual.

ARTICLE THREE. NONSTOCK CORPORATION. The corporation shall be nonstock and no dividends or pecuniary profits shall be declared or paid to the members thereof. This is a nonprofit corporation and pecuniary profit is not its object or purpose. The rights and interests of all members of this corporation shall be equal and no member shall acquire a greater interest therein than any other member. The corporation shall issue membership certificates to each member, which certificates cannot be assigned so that the transferee thereof can by such transfer become a member of the corporation,

except by resolution of the Board of Directors and under such regulation as the Bylaws of the corporation may prescribe.

ARTICLE FOUR. PURPOSES. The objects and purposes for which this corporation is formed are as follows:

- (a) To promote interest in archery;
- (b) To publish and distribute literature in furtherance of the use of bow and arrows in sports and hunting;
- (c) To cooperate with organizations and authorities engaged in furthering the foregoing or similar objectives;
- (d) To provide for the creation, regulation, and termination of membership in this corporate association, and to issue, alter, and cancel membership certificates;
- (e) To buy, sell, lease, let, mortgage, exchange, or otherwise acquire or dispose of lands, buildings, and any real property, hereditaments, and appurtenances of all kinds and wheresoever situate, necessary or desirable in connection with the business of the corporation, and to buy, sell, acquire, hold, own, mortgage, pledge, lease, assign, transfer, and trade in and with all kinds of personal property, goods, wares, and merchandise of every kind, nature, and description in connection with the business, objects, and purposes of this corporation;
- (f) To accept and receive donations of moneys and other properties, real and personal, by gift, grant, devise, bequest, or otherwise, and to hold, own, manage, administer, lease, use, operate, sell, transfer, and

convey such moneys and properties for the objects, uses and purposes of this corporation;

(g) To sponsor, promote, engage in and conduct entertainments, amusements, show, projects, and diversions to provide capital and to defray the costs and expenses of the corporation and its undertakings;

(h) To make, perform, and carry out contracts of every kind and description made for any lawful purpose, without limit as to amount, with any persons, firms, associations, or corporations, either public or private, or with any government agencies thereof;

(i) To borrow money, to draw, make, accept, endorse, guarantee, transfer, assign, execute, and issue notes and other evidences of indebtedness, and for the purpose of securing any of its obligations or contracts to convey, transfer, assign, deliver, mortgage, or pledge all or any part of the property of assets of any kind owned or held by this corporation, upon such terms and conditions as the Board of Directors shall authorize or as may be permitted by the law;

(j) To have one or more officers to carry on all or any part of its operations and business, and to do all and everything necessary, suitable, desirable, and proper for the accomplishment of any of its purposes, or the attainment of any one or more of the objects herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation or which now or hereafter may be authorized by law, and this is to the same extent and as fully as natural persons might or could do, either alone or in connection with any person, firm, or corporation;

(k) To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho upon corporations formed under the corporation laws of the State of Idaho or any act amendatory or supplemental thereto or substituted therefor, except such as are inconsistent with the provisions of Chapter 10 of Title 30 of the Idaho Code and any act amendatory or supplemental thereto.

The foregoing clauses are to be construed both as objects and powers and it is hereby expressly provided that enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation; provided, however, that nothing contained herein shall be deemed to authorize or permit the corporation to do any act, carry on any business, or exercise any power which a corporation formed under the nonprofit corporation provisions of the statutes of the State of Idaho, or any amendment thereof or supplement thereto or substitute therefor, may not at the time lawfully carry on or do.

ARTICLE FIVE. DIRECTORS. The number of directors constituting the initial Board of Directors of the corporation is seven (7) and the names and addresses of the persons who are to serve as initial directors are as follows:

Bruce Chaffee	619 Preston Lewiston, Idaho 83501
Gary Pilant	1019 Airway Lewiston, Idaho 83501
Susan Chafee	619 Preston Lewiston, Idaho 83501

Tom Donahue	3115 Fourth Street E Lewiston, Idaho 83501
Leroy Altmiller	103 Hemlock Drive Lewiston, Idaho 83501
Joe Shoemaker	1914 Powers Avenue Lewiston, Idaho 83501
Bob Rosenberg	Post Office Box 5 Clarkston, Washington 99403

ARTICLE SIX. ELECTION OF OFFICERS. The officers shall be elected by the directors, who shall first be elected by the members of the corporation.



ARTICLE SEVEN. AMENDMENTS. These articles may be amended in the manner provided by statute at the time of amendment.

ARTICLE EIGHT. INCORPORATORS. The names and residences of the persons forming this corporation are as follows:

Bruce Chaffee	619 Preston Lewiston, Idaho 83501
Al Nelson	3727 Eighth Street E Lewiston, Idaho 83501
Gary Pilant	1010 Airway Lewiston, Idaho 83501

IN WITNESS WHEREOF, we have hereunto set our hands and seals this  
12th day of May 1989.

  
GARY PILANT

  
BRUCE CHAFFEE  
  
AL NELSON

STATE OF IDAHO, )  
 : SS.  
COUNTY OF NEZ PERCE. )

On this 12<sup>th</sup> day of May 1989, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared Gary Pilant, known or identified to me to the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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

Anna Binkley  
Notary Public for Idaho,  
Residing at Lewiston, therein.  
My commission expires: 10/26/92

STATE OF IDAHO, )  
 ) SS.  
COUNTY OF NEZ PERCE. )

On this 12 day of May 1989, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared Bruce Chaffee, known or identified 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 hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Anna Bankley  
Notary Public for Idaho,  
Residing at Lewiston, therein.  
My commission expires: 10/26/97

STATE OF IDAHO, )  
 ) SS.  
COUNTY OF NEZ PERCE. )

On this 12 day of May 1989, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared Al Nelson, known or identified 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 hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Anna Benkle  
Notary Public for Idaho,  
Residing at Lewiston, therein.  
My commission expires: 10/26/92