

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PIONEER COUNTRY TRAVEL COUNCIL, 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 _____

PIONEER COUNTRY TRAVEL COUNCIL, INC.

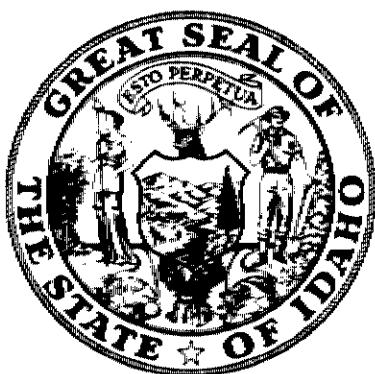
duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received
in this office and are found to conform to law.

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 November 17, 19 82.

Pete Cenarrusa
SECRETARY OF STATE

Corporation Clerk



ARTICLES OF INCORPORATION

OF THE

PIONEER COUNTRY TRAVEL COUNCIL, INC.

A NON-PROFIT CORPORATION

The undersigned, acting as incorporators of a non-profit corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is the Pioneer County Travel Council, Inc.

SECOND: The corporation shall be a non-profit organization.

THIRD: The corporation is organized for the purpose of conducting and transacting any and all lawful business for which non-profit corporations may be incorporated under the Idaho Business Corporation Act. More specifically, the corporation shall act to assist in developing and implementing regional programs to promote the tourism and convention industry.

FOURTH: Membership within the corporation shall be open to all business firms, individuals, and organizations which are residents of the Counties of Bannock, Bingham, Caribou, Franklin, Oneida, and Power, and which are actively involved in the promotion of or delivery of services related to the tourism and convention industry.

FIFTH: There is hereby established a Board of Directors for the Pioneer Country Travel Council, Inc. The initial Board of Directors shall consist of the incorporators, provided that such membership on the Board of Directors shall consist of at least one (1) member from each of the aforementioned counties. Such subsequent membership on the Board of Directors shall be determined as provided in the bylaws of the corporation and as approved by the Board of Directors.

SIXTH: Provisions for the regulation of the internal affairs of the corporation shall be set forth in the bylaws of the corporation and, from time to time, may be adopted or amended.

SEVENTH: The address of the initial registered office of the corporation shall be 458 E. Benton St., Post Office Box 626, Pocatello, Idaho 83204, and the name of its initial registered agent at such address shall be William M. Burns.

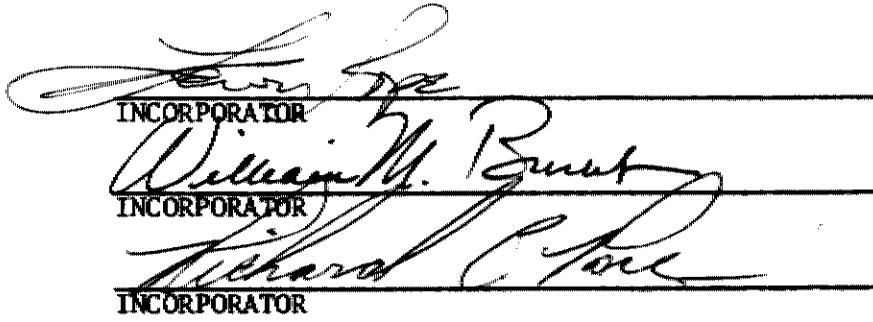
EIGHTH: The number of directors constituting the initial Board of Directors of the corporation is nine (9) with vote and two (2) without vote, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the membership or until their successors are elected and shall qualify are:

Lewis Pope	243 N. 4th St.	Montpelier, ID
William Burns	458 E. Benton St.	Pocatello, ID
Richard Pace	P.O. Box 218	Lava Hot Springs, ID
Gloria Dillard	450 Sonny St.	Blackfoot, ID
Melvin Chips	904 Reed St.	American Falls, ID
Clair Cheirrett	722 N. 6th St.	Montpelier, ID
Lee Evans	361 S. 3rd West	Soda Springs, ID
Steve Beckstead	259 E. 2nd North	Preston, ID
Gordon South	90 S. 100th East	Malad, ID
Lionel Boyer	P.O. Box 306	Ft. Hall, ID
Coy Wood	P.O. Box 910	Pocatello, ID

NINTH: The name and address of each incorporator is:

Lewis Pope	243 N. 4th St.	Montpelier, ID
William Burns	458 E. Benton St.	Pocatello, ID
Richard Pace	P.O. Box 218	Lava Hot Springs, ID

IN WITNESS WHEREOF, We have hereunto set our hands and seals as of the Fourth Day of November, 1981.



Lewis Pope
INCORPORATOR

William M. Burns
INCORPORATOR

Richard Pace
INCORPORATOR