

THIRD RESTATED
ARTICLES OF INCORPORATION
OF
BLUERIBBON COALITION, INC.
October 28, 2018

For Office Use Only

-FILED-

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I, the undersigned president of BlueRibbon Coalition, Inc., certify that the following Third Restated Articles of Incorporation reflect all amendments to the Second Restated Articles of Incorporation. The Third Restated Articles were duly approved by a majority of the Directors eligible to vote and appearing or casting their vote at a meeting of the Directors presided over by me, duly scheduled for and conducted on October 28, 2018, and by a majority of the board members casting ballots on the questions presented, who constituted a quorum of 10 votes of the 10 board members eligible to vote as of the record date, at a duly-conducted election held at the annual board meeting presided over by me on October 28, 2018, the election being called, in part, for the purpose of amending these articles and appropriate and necessary notice having been provided of the elections and proposed changes under consideration.

ARTICLE I
Name

The name of this organization shall be BlueRibbon Coalition, Inc. (the "Coalition")

ARTICLE II
Statement

The Coalition is a nonprofit corporation organized under the Idaho Nonprofit Corporation Act.

ARTICLE III
Duration

The period of existence and duration of the life of this Coalition shall be perpetual unless dissolved or terminated according to law.

ARTICLE IV
Purposes

The Coalition is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, as amended from time to time. In furtherance of this objective, the Coalition shall have the following purposes:

- (a) The Coalition shall be operated to advance the public interest and for charitable, educational and scientific purposes. The Coalition shall be dedicated to defense and enhancement of recreational access, via motorized, mechanized, and nonmechanized means, to public lands, and to the protection of the environment, including the preservation of natural resources and

natural values in concert with opportunities for humans to gain access to and interact directly with their physical environment. In advancing these purposes, the Coalition shall be guided by the principle that viable, sustainable and healthy ecosystems, including the animal and plant communities, sensitive, threatened and endangered species, marketable commodities, and recreational and aesthetic opportunities within such functioning ecosystems, can be best fostered, maintained, and supported by elected officials, administrators, and an interested public who are able to gain access to, directly observe, and actively manage those ecosystems and the lands, waters and physical components comprising them. The Coalition shall embody principles of multiple use and sustained yield, and that our culture and government should protect our natural resources FOR the public instead of FROM the public.

(b) The Coalition shall advance its purposes through any and all lawful means, to include but not necessarily be limited to education and outreach to government officials, administrative personnel and land managers, the media and the general public: litigation; monitoring, participating in and/or providing support for scientific research; and involvement and/or support for management projects intended to improve recreational access consistent with the goals of the Coalition and its membership. The coalition shall educate the public on subjects useful to the individual and beneficial to the community, including the importance of recreational and commercial use of our public lands, protection of rights of recreational vehicle users, and cooperation between all public land users. The Coalition educational activities shall be conducted in an objective manner and shall be presented with a sufficiently full and fair exposition of the pertinent facts as will permit an individual or the public to form an independent opinion or conclusion. The Coalition shall present its educational program by means of publication via the worldwide web, public discussion groups, conferences, facsimile network distribution, forums, panels, lectures, publications, and similar activities.

(c) The Coalition shall have and exercise all rights and powers conferred on nonprofit corporations under the Idaho Nonprofit Corporation Act; provided, however, that the Coalition shall not engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Coalition or which may not be performed by an organization established under and operated in accordance with Section 501 (c)(3) of the Internal Revenue Code, as may be amended from time to time.

(d) Pecuniary profit is not the object or purpose of the Coalition. The Coalition is organized and shall be operated exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, as may be amended from time to time. No substantial part of the activities of the Coalition shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Coalition shall not participate or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office. The property of the Coalition is irrevocably dedicated to charitable purposes and no part of the net income or assets of the Coalition shall ever inure to the benefit of any director, officer, member of the Coalition, or any private person.

ARTICLE V Registered Office

The location of the Coalition is Pocatello, Idaho. The address of the registered office is 4555 Burley Drive, Suite A, Pocatello, Idaho, 83202, provided that the registered office, registered

agent and similar information may be amended without restatement of these Articles in accordance with the Idaho Nonprofit Corporation Act.

ARTICLE VI Membership

Under the terms and conditions described in the by-laws of this Coalition, this Coalition shall permit as its active members, all persons interested in multiple uses of public lands. The voting power and rights and interest shall be vested in the active members only, whose fees are fully paid and who are in good standing; and such interest shall be equal, and no active members can have or acquire a greater interest than any other active member. The membership fees of this Coalition shall be fixed and determined by the by-laws of the Coalition, and when a member has paid his membership fee in full, he shall receive a membership certificate. The by-laws of this Coalition shall prohibit the assignment of memberships, except when such assignment of memberships are approved by resolution of the Board of Directors of this Coalition, and under the regulations as the by-laws may prescribe and such restrictions shall be printed upon every membership certificate issued.

ARTICLE VII Directors and Officers

Changed:

The number of directors of this Association shall be not less than seven (7) who must be active members of this Coalition; the terms of office of directors and provisions addressing officers shall be determined in the by-laws.

ARTICLE VIII Liability

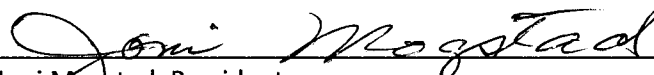
No director, officer or member of this nonprofit corporation shall be liable for any debt, obligation or liability of this corporation, whether such debt, obligation or liability is incurred in the regular course of the business of this corporation or during public meetings or events sponsored by this Coalition for the purpose of fundraising, public education or other.

ARTICLE IX Dissolution

Upon the dissolution or other termination of the Coalition, no part of the property of the Coalition, nor any proceeds thereof, shall be distributed to, or inure to the benefit of, any of the Directors of the Coalition, but all such property and proceeds shall, subject to the discharge of valid obligations of the corporation and to applicable provisions of law, be distributed to the Mountain States Legal Foundation, or its successor entity. In the event Mountain States Legal Foundation or a successor does not exist at the time of dissolution or other termination of the corporation, no part of the property of the corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the directors of the corporation, but all such property and proceeds shall, subject to the discharge of valid obligation of the corporation and applicable to provisions of law, be distributed, as directed by the Board of Directors of the

Coalition to or among any one of more corporations, trusts, community chests, funds or foundations described in Section 501 (c)(3) of the Internal Revenue Code or any successor provisions.

Certified this 28th day of October, 2018.



Joni Mogstad, President