



Department of State

**CERTIFICATE OF INCORPORATION
OF**

TETON BASS POND, 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 _____

TETON BASS POND, 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 March 23, 19 89.



Pete T. Cenarrusa

SECRETARY OF STATE

August Hill

Corporation Clerk

ARTICLES OF INCORPORATION

of

TETON BASS POND, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all citizens of the United States of legal age, have this day voluntarily associated ourselves together for the purpose of forming a non-profit, sport fishing pond corporation under the laws of the State of Idaho, and

WE HEREBY CERTIFY:

FIRST

The name of the corporation is TETON BASS POND, INC.

SECOND

This corporation is not formed for profit, but to stock and operate a sport fishing pond.

THIRD

The nature of the business and the objects and purpose for which this corporation is formed are:

1. To own, acquire, lease, hold, manage, control, operate and maintain a sport fishing pond for the purpose of the enjoyment of its members.

2. To take, own, hold, deal in, mortgage, lease, sell, exchange, transfer or in any manner dispose of real property, leaseholds, and any other interests, estates and rights in real property, to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, lease,

sell, assign, exchange, transfer, and in any manner dispose of, to deal and trade in and with any and every class of personal property and/or mixed property, and any franchises, water rights, water permits, water licenses, or privileges necessary, convenient or appropriate for any of the purposes herein expressed.

3. To barrow money and to make and issue notes, bond, debentures, obligations and evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, without limit as to amount, and to secure same by mortgage, pledge or otherwise, and generally to make and perform agreements and contracts of every kind and nature.

4. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or other individuals, and to do every other act or acts, thing or things, incidental of appurtenant to or growing out of or connected with the aforesaid business or powers, or any part thereof; provided the same be not inconsistent with the laws under which this corporation is organized.

FOURTH

The existence of this corporation is to be perpetual.

FIFTH

The address of the corporation's initial registered office in the State of Idaho is P.O. Box 224, Teton Idaho 83451. The name of the corporation's initial registered agent at such address is Larry Russell.

SIXTH

The total number of authorized shares is 10,000, all of which stock is for no nominal or par value. The ownership of said stock shall be limited and shall be held and transferred as provided for in the By-Laws.

SEVENTH

The management of this corporation shall be vested in a Board of not less than three (3) nor more than ten (10) directors, as may be fixed by the By-Laws. The directors shall be elected at the annual meeting of the stockholders to be held at a time and place to be designated by the Board of Directors on the first Monday in April of each year and until the first election of directors to be held on the first Monday in April, 1989, the directors of said corporation shall be :

Larry Russell	Box 224 Teton, Idaho 83451
Arden Stewart	Box 127 Teton, Idaho 83451
Gary Allen	Box 193 Teton, Idaho 83451

ARTICLE EIGHT

The name and address of each incorporator are:

Larry Russell Box 224 Teton, Idaho 83451
Arden Stewart Box 127 Teton, Idaho 83451
Gary Allen Box 193 Teton, Idaho 83451
Arlan Gardner 4817 E. 4000 N. Sugar City Idaho 83448
Lyle Gardner Box 163 Teton, Idaho 83451
Kyle Carter 3231 E. Hwy 33 Sugar City, Idaho 83448
Rick Jackson Box 72 Teton, Idaho 83451
Garner Simmons Box 148 Teton, Idaho 83451
David Johnson Box 177 Teton, Idaho 83451
Dean Crain Box 1199 Teton, Idaho 83451

IN WITNESS WHEREOF, we, the incorporators, have
hereunto set our hands and seals this 14 day of March,
1989.

Larry Russell
Arden Stewart
Gary Allen
Arlan Gardner
Lyle Gardner
Kyle Carter
Rick Jackson
Garner Simmons
David Johnson
Dean Crain

STATE OF IDAHO,)
) ss.
County of Fremont)

On this 14 day of March, 1989, before me, the undersigned, a Notary Public in and for the said state, personally appeared Larry Russell, Arden Stewart, Gary Allen, Arlan Gardner, Lyle Gardner, Kyle Carter, Rick Jackson, Garner Simmons, David Johnson, Dean Crain the persons whose names are subscribed upon the within instrument, and acknowledged to me that they executed the same.

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

seal

Patricia L. Smith

Notary Public
Residing at: *St. Anthony Rd*
Commission: *1-1-94*