



CERTIFICATE OF INCORPORATION
OF

IDAHO WOMEN IN TIMBER EDUCATION GROUP, 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 IDAHO WOMEN IN
TIMBER EDUCATION GROUP, 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 July 23, 19 84.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION OF
IDAHO WOMEN IN TIMBER EDUCATION GROUP, INC.

JUL 23 9 02 AM '84
SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of whom are natural persons, of full age and citizens of the United States of America, do hereby voluntarily associate ourselves together for the purpose of forming a general, nonprofit corporation pursuant to Chapter 3, Title 30, Idaho Code, and under all laws of the State of Idaho applicable to such corporations, and we do hereby execute, acknowledge and adopt these ARTICLES OF INCORPORATION in duplicate, certifying as follows:

ARTICLE I
NAME

The name of this corporation is and shall be: IDAHO WOMEN IN TIMBER EDUCATION GROUP, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSES AND POWERS

(a) The purposes for which said corporation is formed and organized are to provide the public with information and education with respect to the use and management of Idaho forest resources.

(b) To carry out this purpose, the corporation shall have the power to purchase or otherwise acquire real and personal property for the purposes of the corporation and to sell or otherwise dispose of the same; to lend money and to borrow money for the purposes for which the corporation is organized, and to secure the payment of money borrowed by mortgages or liens upon the property of the corporation; to receive donations, contributions, gifts, legacies and bequests; to manage and invest the funds of the corporation and generally, without limitation, to exercise all of the powers granted by law to corporations of this character.

ARTICLE IV
NONPROFIT PURPOSE

The corporation is formed exclusively for purposes for which a corporation may be formed under the provisions of Chapter 3, Title 30, Idaho Code, and not for pecuniary profit or financial gain. No part of the assets, income or profit of the corporation shall be distributable to or inure to the benefit of its members directors or officers, except to the extent permitted under said

law, and it will not engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit.

ARTICLE V
LOCATION OF REGISTERED OFFICE AND REGISTERED AGENT

The location and post office address of the registered office of the corporation shall be 12670 Emerald Drive, Hayden Lake, Idaho 83835, and the registered agent of the corporation is Karen Hinson.

ARTICLE VI
ORGANIZATION

The corporation is to be organized upon a nonstock certificate of membership basis. Such memberships shall be non-redeemable, nontransferrable and nondividend bearing. There shall be one class of membership, with one vote per membership at any membership meeting.

The qualifications and dues for membership shall be specified in the Bylaws of the corporation.

ARTICLE VII
INCORPORATORS

The names and addresses of the incorporators are as follows:

SUSAN FAGAN; 1602 Ripon, Lewiston, ID 83501
KAREN HINSON; 12670 Emerald Drive, Hayden Lk., ID 83835
MARIE BAILEY; 11830 N. Government Way, Hayden Lk., ID 83835
PAT MASON; 2923 N. 6th St., Coeur d'Alene, ID 83814
DONNA FOLSTAD; 2009 N. 11th, Coeur d'Alene, ID 83814

ARTICLE VIII
DIRECTORS

The number, terms of office, manner of election, time and place and manner of calling meetings, and the powers and duties of the directors of the corporation shall be prescribed by the Bylaws, except that there shall not be less than five (5) directors, each of whom shall be elected for a one (1) year term. The following persons are named by the undersigned incorporators to serve as directors of the corporation until the first annual meeting of members:

SUSAN FAGAN; 1602 Ripon, Lewiston, ID 83501
KAREN HINSON; 12670 Emerald Drive, Hayden Lk., ID 83835
MARIE BAILEY; 11830 N. Government Way, Hayden Lk., ID 83835
PAT MASON; 2923 N. 6th St., Coeur d'Alene, ID 83814
DONNA FOLSTAD; 2009 N. 11th, Coeur d'Alene, ID 83814

ARTICLE IX
POWERS OF BOARD OF DIRECTORS

The board of directors of the corporation shall have the power to adopt, repeal and amend the Bylaws and adopt new Bylaws in accordance with the provisions of Idaho Code §30-309 as now in effect or as hereafter amended and as provided in said Bylaws.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals this 17 day of July, 1984.

Susan Fagan
SUSAN FAGAN

Karen Hinson
KAREN HINSON

Marie Bailey
MARIE BAILEY

Pat Mason
PAT MASON

Donna Folstad
DONNA FOLSTAD