

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

GREYHOUND PETS, 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 GREYHOUND PETS, 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: August 12, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By Valerie Flint

ARTICLES OF INCORPORATION
OF
GREYHOUND PETS, INC.

RECORDED
#FC-01-01116
32 AUG 12 09 3 41

The undersigned, acting as incorporators of a corporation under the Idaho Nonprofit Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is GREYHOUND PETS, INC.

II.

The duration of the corporation shall be perpetual.

III.

The purpose of the corporation shall be as follows: To provide for humane treatment of greyhound dogs, to find homes for homeless greyhounds and to promote the benefits of greyhound dogs as pets.

IV.

All of the properties and assets of this corporation shall be and are irrevocably dedicated to nonprofitable purposes and no part of the monies or assets of the corporation, upon dissolution or otherwise, shall inure to the benefit of any private person, or individual, nor any member of the corporation except as such private person, or individual, or any member of the corporation except as such private person or member may be a corporation, exempt from taxation, organized and operated exclusively for

purposes enumerated in Section 501(c) of the Internal Revenue Code of 1954 or subsequent tax laws.

V.

The corporation shall have members who shall be limited to those individuals who pay the annual dues and who seek to further the corporate purposes.

VI.

The management of the corporate affairs shall be vested in the Board of Directors who shall exercise all the authority of the corporation to fulfill the corporate purposes.

VII.

The names and addresses of the initial Board of Directors and of the incorporators are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|--|
| JOHN HERN | 1900 Millview Lane, Coeur d'Alene, ID, 83814 |
| TRISH ARHUTICK | P.O. Box 825, Coeur d'Alene, ID, 83814 |
| ROBERT HARRIS | 2810 Prairie Avenue, Coeur d'Alene, ID 83814 |

VIII.

The initial bylaws of the corporation shall be adopted by the Board of Directors. The power to alter, amend, repeal or adopt new bylaws shall be vested in the members, but such powers may be delegated by the members to the Board of Directors.

IX.

The location and address of the initial registered office of the corporation is 111 N. 2nd Street, Suite 200, Coeur d'Alene, Idaho, 83814, and the name of the initial registered agent at such address is STEPHEN B. McCREA.

X.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes, and which shall at the time qualify as an exempt organization or organizations under Section 501(c) of the Internal Revenue Code of 1954, or any subsequent federal tax law, as the Board of Directors shall determine; provided, however, and subject to the above limitations, if any such assets have been acquired under a federal grant or contract, their disposition shall be made in accordance with the appropriate instructions of the governmental official responsible under the law for providing of such instruction under such circumstances. Any of such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as the Court shall determine, which are organized and operated exclusively for the purposes set forth herein.

IN WITNESS WHEREOF, we have hereunto set our hand this ____ day of

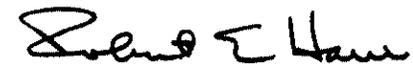
____, 1992.



JOHN HERN



TRISH ARHUTICK

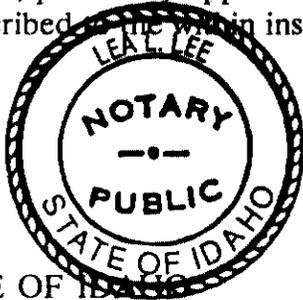


ROBERT HARRIS

STATE OF IDAHO

County of Kootenai

On this 5th day of August, 1992, before me, a Notary Public in and for the State of Idaho, personally appeared JOHN HERN, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



[Handwritten signature]

Notary Public for Idaho
Comm. expires: 3-11-97

STATE OF IDAHO

County of Kootenai

On this 10th day of August, 1992, before me, a Notary Public in and for the State of Idaho, personally appeared TRISH ARHUTICK, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

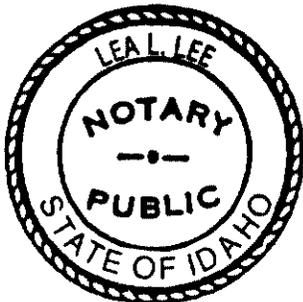
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Notary Public for Idaho
Comm. expires: 7/7/92

STATE OF IDAHO

County of Kootenai

On this 1st day of August, 1992, before me, a Notary Public in and for the State of Idaho, personally appeared ROBERT HARRIS, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



[Handwritten signature]

Notary Public for Idaho
Comm. expires: 3-11-97