

FILED/EFFECTIVE

**ARTICLES OF INCORPORATION
OF**

THE YOUNG EXPLORERS SOCIETY, INC.

The undersigned incorporators, natural persons 18 years of age or older, in order to form a corporate entity adopts the following articles of incorporation.

02 APR -3 PM 2:01
SECRETARY OF STATE
STATE OF IDAHO

ARTICLE I

NAME/REGISTERED OFFICE/REGISTERED AGENT

The name of this corporation shall be The Young Explorers Society, Inc., located at 106 N. Division Street, Pinehurst, Idaho 83850.

The Registered Agent for this cooperation shall be:

Jay Q. Sturgell, Attorney at Law
PO Box 327
25 Robinson #1
Kellogg, Idaho 83837

ARTICLE II

PURPOSE

This corporation is organized exclusively for charitable, social and educational purposes, more specifically to help young adults learn about their community, serve their community and learn about their world by travelling to educational destinations. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III

EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.

IDAHO SECRETARY OF STATE
04/03/2002 05:00
CK: 1178 CT: 159112 BH: 456570
1 @ 30.00 = 30.00 INC NONP # 2
1 @ 20.00 = 20.00 NON EXPIDI # 3

C143275

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE IV

DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V

MEMBERSHIP/BOARD OF DIRECTORS

The corporation shall have one or more classes of members, as provided in the corporation's bylaws. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VI

PERSONAL LIABILITY

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII

DISSOLUTION

At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of the corporation. In none case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine

ARTICLE VIII

The Maximum number of shares authorized to be issued by this corporation is 10,000. There is no requirement for the issuance of shares, such issuance may take place in the event of merger, any other reorganization, or as the board of directors see fit.

INCORPORATOR(S) AND BOARD OF DIRECTORS

The incorporators of this corporation are:

Bradley A. Kitchen, Chairman, Board of Directors
PO Box 541
Pinehurst, Idaho 83850
Phone 208-682-4961

Garren N. Taylor, Director
220 East Portland Avenue
Kellogg, Idaho 83837
Phone 208-784-8901

Bruce A. Rumpel, Director
PO Box 1351
Pinehurst, Idaho 83850
Phone 208-682-4758

W. JoAnne Kitchen, Director
PO Box 541
Pinehurst, Idaho 83850
Phone 208-682-4961

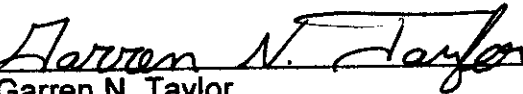
Nancy L. Taylor, Director
220 East Portland Avenue
Kellogg, Idaho 83837
Phone 208-784-8901

Terry J. Loudon, Director
HC01 Box 44
Kellogg, Idaho 83837
208-783-7831

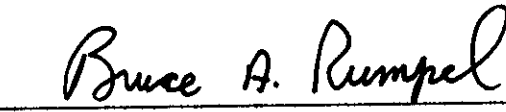
The undersigned incorporators certify that they execute these articles for the purposes herein stated.

X 
Bradley A. Kitchen

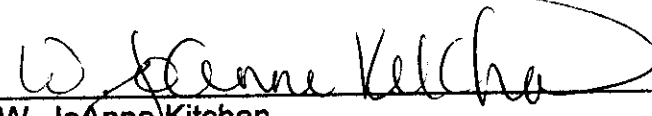
3-7-02
Date

X 
Garren N. Taylor


3-7-02
Date

X 
Bruce A. Rumpel

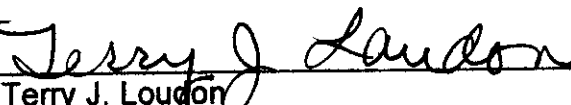
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Date

X 
W. JoAnne Kitchen

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Date

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Nancy L. Taylor

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Date

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Terry J. Loudon

3-7-02
Date