



CERTIFICATE OF INCORPORATION
OF

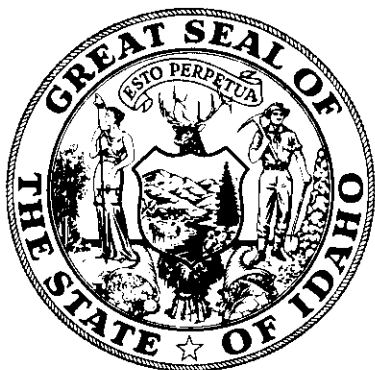
BINGHAM COUNTY CHRISTMAS TREE FANTASY, INC.

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 BINGHAM COUNTY CHRISTMAS TREE FANTASY, 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 28, 19 86.



SECRETARY OF STATE

Corporation Clerk

**ARTICLES OF INCORPORATION
OF BINGHAM COUNTY CHRISTMAS TREE FANTASY, INC.**

The undersigned, a citizen of the United States desiring to form a nonprofit corporation under the Idaho Nonprofit Corporation Act does hereby certify:

ARTICLE I

The name of the corporation shall be Bingham County Christmas Tree Fantasy, Inc.

ARTICLE II

The existence of this corporation shall be perpetual unless sooner terminated by operation of law or by voluntary termination.

ARTICLE III

The purpose for which this corporation is organized is exclusively for charitable, educational and scientific purposes 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 or a corresponding section of any future Federal Tax Code.

ARTICLE IV

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding Section of any future federal tax code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding Section of any future federal tax code.

ARTICLE V

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to state or local government, for a public purpose. Any 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 said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI

The corporation shall have no directors but shall be governed by a Board of Members, all of one class, the number of which shall be eighteen, the Board of Members shall at their annual meeting each year elect the members for a term of one year or until their successors are elected and qualified. The By-Laws shall set forth the manner of election or appointment, and the qualifications and rights of the members of the class. The initial Board of Members of said corporation are as follows:

<u>Name & Address</u>	<u>Position</u>
Joyce L. Stufflebeam Route 3 Box 495 Blackfoot, ID 83221	Member
Ricky Sandoval 215 South 600 West Blackfoot, ID 83221	Member
Grace Lilya 414 North 400 West Blackfoot, ID 83221	Member
Anita Cottrell 443 North 400 West Blackfoot, ID 83221	Member
Ruth Packer 1046 East Walker Blackfoot, ID 83221	Member
Colleen Arave Carol Drive Blackfoot, ID 83221	Member

<u>Name and Address</u>	<u>Position</u>
Betty Jo Simpson 143 North 100 West Blackfoot, ID 83221	Member
Beverly Thomas 241 South 100 West Pingree, ID 83262	Member
Mary Broadhead 1127 West 100 South Blackfoot, ID 83221	Member
Mary Yoden 8 Rich Lane Blackfoot, ID 83221	Member
Frankie Burrup 1145 Mt. Putnam Drive Blackfoot, ID 83221	Member
Viola Atkins 1190 Lansing Blackfoot, ID 83221	Member
Nina Goodwin 1041 Barrett Drive Blackfoot, ID 83221	Member
Lucille Jones 555 N. Broadway Blackfoot, ID 83221	Member
Faye Wixom 1024 Parkway Drive Blackfoot, ID 83221	Member
Arlene Radford 88 Parker Avenue Blackfoot, ID 83221	Member
Elizabeth Oleson 359 East 200 North Blackfoot, ID 83221	Member
Sharon Hoge 111 Benton Drive Blackfoot, ID 83221	Member

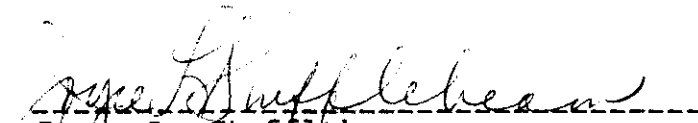
ARTICLE VII

The name and address of the incorporator is Joyce L. Stufflebeam, Route 3 Box 495, Blackfoot, Idaho 83221.

ARTICLE VIII

The name of the initial registered agent of the corporation is Joyce L. Stufflebeam. The address of the initial registered agent of the corporation is Joyce L. Stufflebeam, Route 3 Box 495, Blackfoot, Idaho 83221.

IN WITNESS WHEREOF, the undersigned being of legal age, a resident of the State of Idaho and a citizen of the United States of America hereby executes these Articles of Incorporation on this 1st day of May, 1986.



Joyce L. Stufflebeam