

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

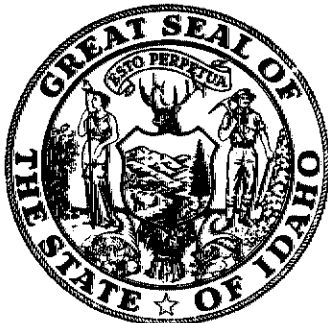
MOUNTAIN HOME CHAMBER OF COMMERCE, INC.

File number C 107758

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 MOUNTAIN HOME CHAMBER OF COMMERCE, 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: September 23, 1994



Pete T. Cenarrusa
SECRETARY OF STATE
By *[Signature]*

ARTICLES OF INCORPORATION

OF

MOUNTAIN HOME CHAMBER OF COMMERCE, INC.

SEP 23 10 09 AM '94
SECRETARY OF STATE

KNOW ALL PERSONS BY THESE PRESENT: That we, the undersigned, each being a natural person and a citizen of the United States of America, hereby associate ourselves together for the purpose of forming a non-profit corporation and for purposes hereinafter stated under the provisions of Chapter 3, Title 30, Idaho Code, and acts amendatory and supplemental thereto, do hereby adopt the following Articles of Incorporation:

Article I

The name of the corporation shall be MOUNTAIN HOME CHAMBER OF COMMERCE, INC.

Article II

The period of duration of the corporation is perpetual.

Article III

MOUNTAIN HOME CHAMBER OF COMMERCE, INC. is organized as a non-profit organization with the purpose or purposes to promote industrial, commercial and recreational development within and in the vicinity of the City of Mountain Home, County of Elmore, State of Idaho; to promote and assist the growth and development of business concerns and others in the area; to acquire, own, use, manage, lease, convey or otherwise dispose of and deal in real property or in any interest therein, within, and in the vicinity of the City of Mountain Home, County of Elmore, State of Idaho; to buy; sell and otherwise deal in all forms of personal property in order to promote said industrial, commercial, business and recreational development to increase employment in the area and improve the welfare of the people; any lawful activity related to such business, and the transaction of any or all other lawful purpose for which a corporation may be incorporated under the Idaho Business Corporation Act.

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Article IV

The corporation will not carry on any activity not permitted by corporations exempt under Section 501(c)(6), or corresponding sections of I.R.C., or make contributions deductible under Section 170(c)(2) of I.R.C.

Article V

The corporation shall issue no capitol stock but may issue membership certificates to each member thereof. The rights and interests of all members shall be equal, although the dues structure may vary. The management of this corporation shall be vested in its member pursuant to Section 30-3-14(c) of the Idaho Code.

Article VI

The Board of Directors of this corporation shall consist of such number of persons as shall be prescribed by the By Laws and the powers of this corporation are hereby conferred upon such Directors insofar as such powers may be lawfully vested in and exercised by such Board of Directors..

Article VII

The mailing address of the initial registered office of the corporation is P.O. Box 3, Mountain Home, Idaho 83647, and the name of its initial registered agent at such address is Harvey B. Christensen. The physical address of the registered agent is 165 East 2nd North, Mountain Home, Idaho 83647.

Article VIII

The number of directors constituting the initial board of directors of the corporation is ten (10), and the names and addresses of the persons who are to serve as the directors until the first meeting of shareholders or until their successors are elected are:

NAME	ADDRESS
M. Guadalupe Wissel	450 East 16th North Mountain Home, Idaho 83647

Jan Seda-Bergh	530 North 10th East Mountain Home, Idaho 83647
Jim Alexander	1055 North 17th East Mountain Home, Idaho 83647
Keith L. Lee	1030 North 7th East Mtn. Home, Idaho 83647
Mari Borchert	415 North 8th East Mountain Home, Idaho 83647
Tom Waters	345 East 2nd North Mountain Home, Idaho 83647
Page Borgolthaus	1122 American Legion Blvd. Mountain Home, Idaho 83647
Debbie Shoemaker	195 South 3rd East Mountain Home, Idaho 83647
William Straw	1135 North 8th East Mountain Home, Idaho 83647
Mir Seyedbagheri	Elmore County Extention Elmore County Courthouse Mountain Home, Idaho 83647

Article IX

The names and addresses of the incorporators are:

NAME	ADDRESS
M. Guadalupe Wissel	450 East 16th North Mountain Home, Idaho 83647
Jan Seda-Bergh	530 North 10th East Mountain Home, Idaho 83647
Keith L. Lee	1030 North 7th East Mtn. Home, Idaho 83647

Article X

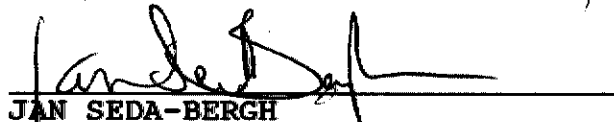
This corporation hereby reserves the right to alter, amend, change or repeal any provisions of these Articles of Incorporation in the manner now provided, or which may hereafter be provided, by the laws of the State of Idaho, and all rights, privileges and powers by these Articles of Incorporation conferred are subject to this provision.

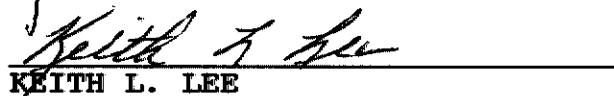
Article XI

This corporation, as a non-profit corporation, shall comply fully with the provision of Section 501(c) of the Internal Revenue Code of the United States of America, and subsequent Treasury regulations thereto. No part of the monies or assets of this corporation shall inure to the profit of any individual or non-qualifying agency, either during the existence of this corporation or upon its dissolution, except that reasonable compensation may be paid for goods furnished and the performance of services to or for the benefit of the corporation. In the event of dissolution of this corporation, its assets shall be distributed only to such entities as would qualify under Section 501(c) of the Internal Revenue Code of the United States and/or any other applicable laws of the State of Idaho or of the United States.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned incorporators have executed these Articles of Incorporation this 22 day of September, 1994.


M. GUADALUPE WISSEL

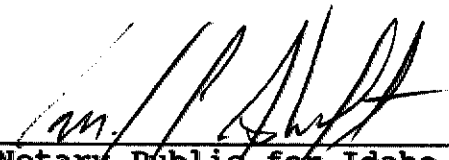

JAN SEDA-BERGH


KEITH L. LEE

STATE OF IDAHO)
 : ss.
County of Elmore)

On this 22 day of September, 1994, before me, the undersigned, a Notary Public in and for said State, personally appeared M. GUADALUPE WISSEL, JAN SEDA-BERGH and KEITH L. LEE, known to me to be the persons whose names are subscribed to the within and foregoing instrument and acknowledged to me that they executed the same.

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



Notary Public for Idaho
Residing at: 1111 Home St ID
My Commission Expires: 3-1-98