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State of Idaho

Department of State

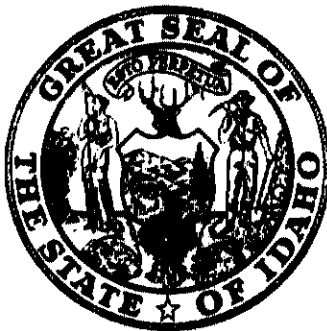
CERTIFICATE OF INCORPORATION OF

HEYBURN STATE PARK ASSOCIATION, 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 HEYBURN STATE PARK ASSOCIATION, 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: January 22, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

Angie Hoken

Corporation Clerk

**ARTICLES OF INCORPORATION
OF
HEYBURN STATE PARK ASSOCIATION, INC.**

RECEIVED
SEC. OF STATE

I

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The name of this corporation is Heyburn State Park Association, Inc.

II

A. This corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. It is organized under the Non-Profit Corporation Act for charitable purposes.

B. The specific purpose of this corporation is to promote the educational and interpretive activities of Heyburn State Park.

III

The name and address in the state of Idaho of this corporation's initial agent for service of process is:

Mitchel B. Silvers
Rt. 1, Box 139
Plummer, Idaho 83851

IV

The names and addresses of this corporations' initial board of directors is:

John Anderson	Ken Hart	Ed Fecko
P. O. Box 255	3710 N. Edgerton	Rt. 1
Plummer, ID 83851	Spokane, WA 99212	St. Maries, ID 83861

V

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.

B. 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 (b) by a corporation contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

D. This corporation shall exist in perpetuity until otherwise dissolved.

VI

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, or all debts and liabilities of this corporation shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code.

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

DATE: JAN 17, 1992

Mitchel B. Silvers
(Signature of Incorporator)
Mitchel B. Silvers

DATE: Jan 16, 1992

John Anderson
(Signature of Incorporator)
John Anderson

DATE: Jan 14

Ken Hart
(Signature of Incorporator)
Ken Hart

DATE: Jan 10, 1992

Ed Fecko
(Signature of Incorporator)
Ed Fecko

State of Idaho

County of Benewah

} ss.

On this 17 day of JAN, 1992, before me, a Notary Public in and for said State, personally appeared Mitchel B. Silvers known to me to be the person that executed the within instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the day and year last written above.

Dona Sue Cann
Notary Public for the State of Idaho
Residing at Walla Walla, WA
My Commission expires 10-15-96