



CERTIFICATE OF INCORPORATION
OF

ALLIANCE FOR RECREATION AND RESOURCE MANAGEMENT, INC.

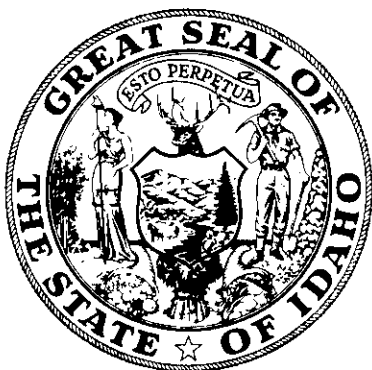
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

ALLIANCE FOR RECREATION AND RESOURCE MANAGEMENT, 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 May 17, 1985.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

ALLIANCE FOR RECREATION AND RESOURCE MANAGEMENT, INC.

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KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all being of the ~~state~~ ^{state} of majority and citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the provisions of Chapter 3 of Title 30 of the Idaho Code and we do hereby certify as follows:

I.

That the name of said non-profit corporation shall be Alliance for Recreation and Resource Management, Inc.

II.

The purpose and powers of the corporation shall be: To promote Environmental Conservation, Preservation and Utilization Policies for our natural resources which will benefit all citizens; to engage in all or any activities which are or shall appear to be necessary or convenient to the furtherance of the purposes of the corporation including, but not limited to, promotion of the adoption of legislation in the furtherance of such purposes and opposition to legislation detrimental thereto, and the conducting of research and the publication and dissemination of information, in furtherance of such purposes; and to exercise all powers conferred upon corporations by the Statutes of the state of Idaho to be exercised.

III.

The affairs of the corporation are to be conducted in accordance with these Articles and, where not inconsistent herewith, in accordance with Bylaws of the corporation, which Bylaws are to be promulgated in accordance with appropriate provisions of the Idaho Code and amendments thereto and adopted at a general membership meeting.

IV.

Bylaws of the corporation shall establish six categories of membership to wit:

- 1) Individual membership;
- 2) Organization membership;
- 3) Chapter membership;
- 4) Business membership; and
- 5) Sustaining membership;
- 6) Honorary membership

and shall provide for the issuance of appropriate membership certificates in evidence thereof, which membership certificates shall be non-transferable and subject to revocation or termination as in such Bylaws to be provided.

Individual and Organizational members of the Alliance for Resource and Recreation Management in good standing at the date of filing these articles, shall be charter members of the corporation, and the manner and method of admission of new members of the corporation shall be provided by the Bylaws.

V.

The registered agent of the corporation at the filing of these articles is Robert L. Holland, and the registered office of the corporation within the state of Idaho shall be at 410 S. Orchard, Suite 144, Boise, Idaho 83709; and shall be unless otherwise directed by the board of directors and in accordance with appropriate provisions of the Idaho Code.

VI.

The corporation shall have perpetual existence.

VII.

The promotion, operation and management of the corporation shall be conducted by a board of directors initially composed of one member. Within five days of the filing of these articles such board of directors shall subsequently be composed of not less than five nor more than twenty directors as in the Bylaws of the corporation shall provide.

VIII.

The Bylaws of the corporation may be repealed, amended or new Bylaws adopted either:

1) At any regular meeting of the corporation, or at any special meeting when the intention to so repeal, amend or adopt new Bylaws is stated in the Notice calling said meeting, by a majority vote of those members present at the meeting, a quorum being called then and there present.

IX.

No capital stock will be issued to members, and the corporation shall be operated on a non-profit basis in furtherance of its corporate purposes, and any surpluses or profit which occurs shall be used to further such purposes, and in no event shall any profit or surplus of the corporation be paid to and distributed among the members of the corporation.

X.

These Articles of Incorporation may be amended in any manner at any regular meeting of the members of this corporation by a consenting vote of a majority of a quorum attending such meeting provided special

notice of the intention to amend Articles of Incorporation shall have been given by publication at least once a week for four weeks in a newspaper published in the county wherein said meeting is to be held, such notice to designate the regular meeting at which it is intended to vote on the proposition of amending the Articles of Incorporation, and shall state the manner in which it is intended to amend the Articles.

In accordance with the provisions of Title 30 of the Idaho Code, an election was held on the fourth day of December, 1984, for the purpose of electing the director of the board, corporate agent, and incorporator under which said corporation elects to operate; that said director and agent is the incorporator of the corporation and that the names and post office addresses are as follows:

Director: Robert L. Holland
410 S. Orchard, Suite 144
Boise, Idaho 83705

Corporate Agent: Robert L. Holland
410 S. Orchard, Suite 144
Boise, Idaho 83705

Incorporator: Robert L. Holland
410 S. Orchard, Suite 144
Boise, Idaho 83705

Signed this 17th Day of May, 1985


Robert L. Holland

Director, Registered Agent, Incorporator
Alliance for Recreation and Resource Management, Inc.