



CERTIFICATE OF INCORPORATION
OF

INDIAN VALLEY TRAP CLUB, 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 _____

INDIAN VALLEY TRAP CLUB, 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 July 29, 19 82.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
of
INDIAN VALLEY TRAP CLUB, INC.

JUL 29 8 54 AM '82
CLERK OF DISTRICT COURT

KNOW ALL PERSONS BY THESE PRESENTS:

That we, the undersigned, all full age citizens of the United States, and the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho, and in particular, in conformity with Chapters 1 and 3 of Title 30 of the Idaho Code, and to that end, we do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be the INDIAN VALLEY TRAP CLUB, INC.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

This corporation is and shall always remain a non-profit corporation and organization. It shall not permit the distribution of gain, profits, or dividends to its members.

All property of the corporation is irrevocably dedicated to the purposes set forth in these Articles, and in the event of dissolution of this corporation, or in the event it should cease to carry out the purposes as set forth herein, no member, director, officer, or individual shall be entitled to the remaining assets, property, or proceeds of the corporation, and the balance of all property and assets of the corporation of whatever type and wherever situated, remaining after payment of all corporate debts and obligations, shall be given or distributed to such charitable corporation or corporations or other non-profit organization, organizations, or entities as meet the qualifications of Section 501(c) of the Internal Revenue Code (or any successor provision), and as are chosen by the Board of Directors of this corporation.

ARTICLE IV

The purposes for which this corporation is formed are as follows:

A. To encourage organized trap shooting among citizens of the United States of America resident in and around the Indian Valley, Idaho area, and other parts of Idaho, with the view towards a better knowledge on the part of such citizens of the safe handling and proper care of fire arms, as well as improved marksmanship, and to promote the sport of trap shooting.

B. To forward the development of those characteristics of honesty, good fellowship, self-discipline, team play, and self-reliance which are the essentials of good sportsmanship and the foundation of true patriotism.

C. To form a dues-paying group consisting of local citizens who have a sustained interest in shot gun shooting, trap shooting, skeet shooting and other shotgun sports, which group shall meet regularly to engage in such shooting and practice, for the promotion of the general purposes stated above, and for such social purposes as are incidental thereto, which group shall affiliate with the National Rifle Association.

D. Incidentally to promote interest in hunting and other lawful fire arm related sports.

E. To spread and disseminate knowledge concerning the safe handling, proper care and safe and mature use of firearms among the community at large, and to aid and assist other persons or organizations engaged in this task.

F. To conduct, both among its members and among the general public, such tournaments, matches, and contests as are felt necessary to the promotion of better sportsmanship and all of the additional stated aims and purposes of this corporation.

G. To buy, own, hold, lease, mortgage, sell, and/or otherwise dispose of such real and personal property as may be necessary or expedient for the conduct of the corporations business.

H. To borrow money, negotiate notes, bonds, mortgages or other instruments evidencing obligation for the payment of monies for the purposes of purchasing, operating, maintaining and improving such real and/or personal property as may be necessary or expedient for the operation of the corporation's business, or in furtherance of any and all other lawful purposes herein stated.

I. To enter into agreements with such other persons or entities as have purposes and philosophies similar to this organization for the joint ownership, operation, and management of any real and/or personal property, or for the joint sponsorship and/or conduct of any tournament, match, or contest which works to promote the purposes herein set forth.

J. To apply for, receive, and carry out any grant or grants from any source whatsoever, whether governmental, public, or private, for the promotion of any of the aims or purposes herein set forth.

K. To do and perform all acts necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth and such acts as may be incidental thereto or connected therewith, and which are not otherwise forbidden by law.

ARTICLE V

The corporation shall have and exercise all powers to do and perform all lawful acts as are or may be necessary, proper, advisable or convenient for the accomplishment of any one or more of its herein stated purposes.

ARTICLE VI

The members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation, nor shall any of the private property of the members be subject to payment of corporate debts, liabilities or obligations.

ARTICLE VII

The corporation shall have members, and membership may consist of one or more classes. The designation of such class or

classes, the manner of election or appointment and the qualifications and rights of the members of each class shall be fixed by the Board of Directors and set forth in the corporate By-Laws.

The corporation shall not issue any capital stock whatsoever. Rather the corporation shall issue membership certificates to each member. These membership certificates shall be personal in nature and cannot be assigned. Membership certificates shall only be issued to such persons as meet the criteria for membership as set for in these Articles and the corporate By-Laws.

Membership in this corporation may be revoked, and membership certificates cancelled upon such terms and conditions as may be provided for in the By-Laws of the corporation. Conditions for continued membership eligibility shall be contained within the corporate By-Laws.

Membership may never be denied to any person on the basis of gender, race, religion, or national origin.

There shall be an annual meeting of the members of this corporation together with such regular meetings as the Board of Directors shall deem necessary. Such annual and regular meetings shall be held at such times and places as are provided in the corporate By-Laws.

ARTICLE VIII

The address of the initial registered office of the corporation shall be c/o Walter Francis, Box 54, Indian Valley, Idaho 83632. The initial registered agent at the above address shall be Walter Francis.

ARTICLE IX

The business of this corporation shall be managed by a Board of Directors of not less than 3 nor more than 7 members. The number, qualifications, terms of office, manner of election, and powers and duties of the Directors shall be such as may be prescribed by law, these Articles, and such By-Laws as may from time to time be enforced.

The initial Board of Directors shall consist of five members.

ARTICLE X

The names and post office address of the incorporators, who shall also serve as the initial Board of Directors until the selection of their successors, are as follows:

<u>Name</u>	<u>Address</u>
Tom Green	Box 15, Indian Valley, Idaho
Tim Toomey	Box 16, Indian Valley, Idaho
Nancy Armitage	Box 37, Indian Valley, Idaho
Walter Francis	Box 54, Indian Valley, Idaho
John Keppinger	General Delivery, Indian Valley, Idaho

ARTICLE XI

In the event that the Board of Directors consists of five (5) or fewer members, it shall be necessary that three (3) directors are present to constitute a quorum and in order that said directors may conduct the business of the corporation. In the event that the board consists of six (6) or seven (7) members, it shall be necessary that four (4) directors or more are present in order to constitute a quorum so that the board may conduct the business of the corporation.

ARTICLE XII

These Articles may be amended in any manner permitted or authorized by law, by a favorable vote of 60% of those members in good standing who are actually physically present or represented by a written proxy at a meeting of the members which has been duly called on timely notice, which notice shall have set forth the specific purpose of the meeting and a clear statement of the proposed amendment, PROVIDED HOWEVER, that in order for any amendment to occur to these Articles, there must be present at such meeting a quorum of no less than 40% of the members in good standing entitled to vote on the proposed amendment.

ARTICLE XIII

Voting may be by proxy, where the same in a writing, dated and signed by a member; PROVIDED HOWEVER, that no such proxy shall be valid beyond three months after its execution.

ARTICLE XIV

By-Laws which are not inconsistent with these Articles of Incorporation may be adopted, altered, amended, or repealed at any regular meeting of the members or any special meeting duly called on timely notice (which notice shall have contained a statement of the specific purpose thereof, together with a clear statement of the By-Laws proposed to be adopted, altered, amended, or repealed), the affirmative vote of 60% of those members in good standing and entitled to vote who are actually physically present or represented by written proxy at such meeting, PROVIDED HOWEVER, that a quorum of no less than 40% of the members in good standing entitled to vote on the question must be present, either personally or by written proxy, at any such meeting wherein any By-Law or By-Laws are to be adopted, altered, amended, or repealed.

ARTICLE XV

The officers of the corporation shall be the President, Vice-President, Secretary and Treasurer. These officers shall be elected by the members in a manner to be provided for in the By-Laws. The By-Laws may prescribe that one or more of the officers shall also be ex-officio members of the Board of Directors. The By-Laws may also provide for the election or appointment of such other officers, assistant officers and agents as may be deemed necessary.

The times and manner of election of officers and the duties, qualifications, and responsibilities of such officers shall be set forth in the corporate By-Laws.


IN WITNESS WHEREOF, we, Tom Green, Tim Toomey, Nancy Arm-
itage, Walter Francis and John Keppinger, being all of the incor-
porators hereinabove named, have hereunto set our respective hands

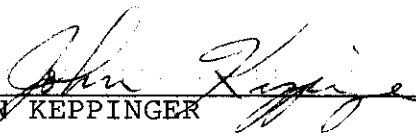
as of this _____ day of _____, 1982.


TOM GREEN


TIM TOOMEY


NANCY ARMITAGE


WALTER FRANCIS


JOHN KEPPINGER