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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION
OF

CLEARWATER CANYONS SCENIC ROUTE
ADVISORY BOARD, 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 CLEARWATER CANYONS SCENIC ROUTE ADVISORY BOARD, 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: February 18, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By *Sheryl Davis*

original copy

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SEC. OF STATE

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ARTICLES OF INCORPORATION
OF
CLEARWATER CANYONS SCENIC ROUTE ADVISORY BOARD, INC.

We, the undersigned, being natural persons of full age, have this day voluntarily associated ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Idaho, and consistent with the provisions of the Internal Revenue code section 501 (C) (3), and to that end do hereby adopt the Articles of Incorporation as follows:

ARTICLE I

NAME:

The name of the association is the Clearwater Canyons Scenic Route Advisory Board, Inc.

ARTICLE II

NONPROFIT:

The corporation shall be a nonprofit corporation under Internal Revenue code section 501 (C) (3).

ARTICLE III

DURATION:

The period of the duration of this corporation is perpetual.

ARTICLE IV

PURPOSE:

To promote high quality recreational and other related services to travelers along Highway 12 and 13 in the spirit of being good hosts to area visitors. To inform travelers along both routes of the natural and cultural history of the area, the area's outstanding scenic recreation facilities and opportunities and other commercial services available to the traveling public. To encourage visitors traveling through the area to stay for at least a few days and enjoy the friendly hospitality of our Clearwater Country.

ARTICLE V

MEMBERS:

Board members may be any persons living within the confines of the scenic route with a profound interest in the associations projects. The controlling body for the association shall consist of a Board of Directors comprised of from five to nine (5 to 9) members. In addition board members and directors will receive no compensation for their services as board members. The qualifications, terms of office, manner of election, time and place of meeting and powers and duties of the directors shall be prescribed in the bylaws of the corporation.

STOCK:

The corporation shall be nonstock and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE VII

AMENDMENTS:

These articles may be amended in the manner provided for in the State of Idaho statutes for nonprofit corporations.

ARTICLE VIII

REGISTERED OFFICE AND AGENT:

The location of the initial registered office is, Route 1 Box 398 Kooskia, Idaho 83539 The initial registered agent is Jim Baylor.

ARTICLE IX

DIRECTORS:

There will be from five to nine (5 to 9) directors serving on the initial board of directors. The names and addresses of the initial directors are:

- Tim Roehr Route 1 Box 27 Lenore, Idaho 83541
- Jim Baylor P. O. Box 397 Kooskia, Idaho 83539
- Beverly Kayler P. O. Box 157 Peck, Idaho 83545
- Raora Davidson Route 2 Box 643-J Kamiah, Idaho 83536
- Charlotte Baylor P. O. Box 397 Kooskia, Idaho 83539
- Jon Bledsoe Kooskia Ranger Station U.S.F.S. Kooskia, Idaho 83539
- John Kayler P. O. Box 157 Peck, Idaho 83545

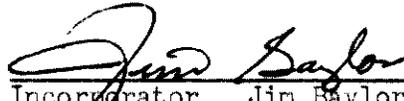
ARTICLE X

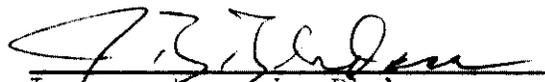
INCORPORATORS:

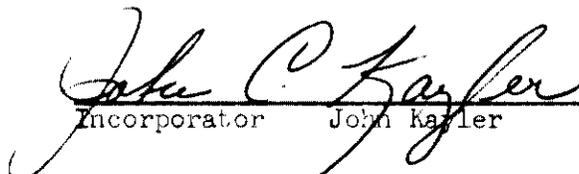
The names and addresses of the incorporators are as follows:

- Jim Baylor P. O. Box 397 Kooskia, Idaho 83539
- Jon Bledsoe Kooskia Ranger Station U.S.F.S. Kooskia, Idaho 83539
- John Kayler P. O. Box 157 Peck, Idaho 83545

In witness whereof, the Articles of Incorporation for the Clearwater Canyons Scenic Route Advisory Board, Inc. have been executed at Kooskia, Idaho this 13th day of February 1992


Incorporator Jim Baylor


Incorporator Jon Bledsoe


Incorporator John Kayler