

**CERTIFICATE OF INCORPORATION
OF**

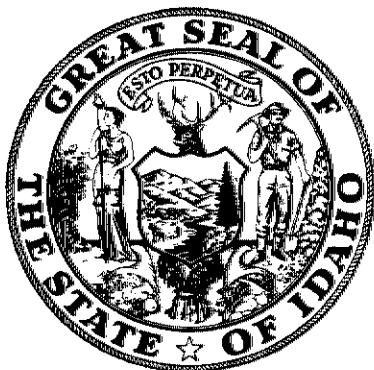
LONE EAGLES MOTORCYCLE CLUB, INC.

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 LONE EAGLES
MOTORCYCLE 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 September 21, 19 87.



Pete T. Cenarrusa

SECRETARY OF STATE

Sada M. Mantel

Corporation Clerk

ARTICLES OF INCORPORATION

ARTICLE I

NAME

The name of the organization shall be Lone Eagles Motorcycle Club, Inc. 87 SEP 21 PM 10 04

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

and registered office

The principal place of business/ is: 109 105th Street, P. O. Box 2377, Orofino, Idaho 83544. The existence of this corporation is perpetual. The registered agent at above address shall be Karen F. Lucas.

ARTICLE III

OBJECTIVES

The objectives of the organization are:

1. To organize fund raising events to assist the Orofino Volunteer Fire Department, the Emergency Medical Technicians, the Search and Rescue Team, and various other organizations, ect.
2. To receive financial assistance from any agency of the government of the United States of America, the State of Idaho, the County of Clearwater, the City of Orofino, Pierce, and Weippe which funds shall be used to accomplish the objectives and purposes for which the organization was formed.
3. To hold title to property of any nature in trust for itself or for the carrying out of any purposes incidental to its powers, and to sell or encumber any such property, real or personal.
4. To solicit, receive, and expend the proceeds of fees donations, bequest and legacies, from any source and for any purposes for which this organization is formed.
5. To do all things necessary to promote and accomplish the foregoing objectives.

ARTICLE IV

NON-PROFIT

1. The coporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director, trustee, or individual. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purpose or purposes of the corporation particularly set forth in Article III hereof.
2. In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all the business, property and assets of the corporation shall go and be distributed to such non-profit corporation of like purpose or purposes as set forth in Article III, as directors of this corporation may select and designate, and in no event shall any of the said assets or property, in the event of dissolution, thereof, go or be distributed, to members, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other such purpose.

ARTICLE V

FORM OF CORPORATION

1. There shall be no capital Stock.
2. No member, person, association, agency, corporation, nor any legal entity shall have any property interest of any of the property of this corporation during its existence or upon its dissolution. Property loaned to the corporation may be returned to the lender, when for any reason no longer needed, unless such lender has claimed a charitable deduction for such property for Federal or State income tax purposes.
3. Voting Power. Active members, as hereinafter described, shall be entitled to one (1) vote each and honorary members, as hereinafter described, shall have no vote.

ARTICLE VI

MEMBERSHIP

1. Members may be any person, association, agency, corporation, or any legal entity.
2. To become eligible for membership, applicants must be sponcered by two (2) active members of the club and:
 - A. Attendance at one general meeting
 - B. Submission of an application
 - C. Payment of Membership Fee
 - D. Be a minimum age of 19 years old
3. Membership shall be composes of two classes, as follows:
 - A. Active Members shall be those who receive no compensation and volunteer their services and shall be entitled to one vote each.
 - B. Honorary Members shall be representatives of organizations, either public or private, which supply funds to the corporation.

ARTICLE VII

OFFICERS

1. Officers of this corporation shall be president, vice-president/public relations, secretary/treasurer, road captain, sergeant of arms/quarter-master, club historian. The officers shall constitute the executive board.
2. The officers whose terms have expired shall be elected at an annual meeting and shall continue in office until their successors are elected and installed.
3. Officers will be elected from the active membership representing the Lone Eagles Motorcycle Club, Inc. and all other interested persons other than honorary members.
4. Officers may be elected from any class of membership.

ARTICLE VIII

ANNUAL MEETING

1. The annual meeting shall be the regular December meeting.
2. The annual meeting shall be the election of officers.
3. The term of office shall be one year for officers. No member shall succeed himself in office, but may be elected to another office.

ARTICLE IX

AMENDMENT

These articles of incorporation may be amended at any regular meeting by a two-thirds (2/3) vote of the members present provided notice was given.

ARTICLE X

COMMITTEES

Committees shall be named as needed in the conduct of business.

ARTICLE XI

DIRECTORS AND INCORPORATORS

The number of directors constituting the initial board or directors of the corporation is six (6) and the names and addresses of persons who are to serve as the initial directors are:

John Haight	P. O. Box 1884; Orofino, Idaho 83544
Jerry Troumbley	2134 Orofino Creek; Orofino, Idaho 83544
Ted Smathers	P. O. Box 1354; Orofino, Idaho 83544
Sam Richardson	P. O. Box 1542; Orofino, Idaho 83544
Roy Lucas	190 105th Street; Orofino, Idaho 83544
Karen Lucas	190 105th Street; Orofino, Idaho 83544

The name of each incorporator is:

John W. Haight	P. O. Box 1884; Orofino, Idaho 83544
Roy G. Lucas	190 105th Street; Orofino, Idaho 83544
Karen F. Lucas	190 105th Street; Orofino, Idaho 83544
Kim D. Jones	190 105th Street; Orofino, Idaho 83544

Dated this 31st day of July, 1987

John W. Haight
Roy G. Lucas
Karen F. Lucas
Kimberly D. Jones
Incorporators

State of Idaho)
County of Clearwater) ss

On this 31st day of July, 1987, before me, a Notary Public in and for the State of Idaho, Personally appeared John W. Haight, Roy G. Lucas, Karen F. Lucas, and Kim D. Jones, known to me to be the persons whoses names are subscribed to the within instrument, and acknowledged to me that they executed the same.

Shirley K. Koeko
Notary Public in and for the State of Idaho
residing at Orofino, Idaho

Commission Expires 7-11-91