

FILED/EFFECTIVE

FEB 14 PM 2:20

STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
WILDERNESS RANCH VOLUNTEER FIRE DEPT., INC.**

The undersigned, acting as the incorporator of a nonprofit corporation ("**Corporation**") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("**Act**"), adopt the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME

The name of the Corporation is **Wilderness Ranch Volunteer Fire Dept., Inc.**

ARTICLE II. NONPROFIT STATUS

The Corporation is a nonprofit corporation.

ARTICLE III. PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The location of this Corporation is in Boise County, Idaho. The address of the initial registered office is 53 Mores Creek Circle, Boise, Idaho 83716. The name of the initial registered agent at this address is John E. McCarthy.

ARTICLE V. PURPOSE

The purposes for which the Corporation is organized and will be operated are as follows:

A. To provide fire protection, suppression, and rescue services to all property within the Wilderness Ranch residential development in Boise County, Idaho, together with surrounding communities, as the Corporation may from time to time contract or otherwise agree;

B. To respond to requests for fire protection, suppression and rescue services, in accordance with Mutual Aid Agreements and other similar contractual arrangements with other agencies, persons, and organizations, and to provide related services in furtherance of fire prevention, public education, and the dissemination of fire prevention information;

C. To hold real and personal property and provide (by lease, purchase, contract or other agreement) for any other need which might further fire protection, safety and rescue services, and related matters;

IDAHO SECRETARY OF STATE
02/14/2003 05:00
CK: 81127 CT: 1177 BH: 663163
1 @ 30.00 = 30.00 INC NONP # 2

C147703

D. To further charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time ("**Code**"), including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3);

E. To solicit, collect and otherwise raise funds and acquire other property for the above purposes;

F. To further the availability of, and to provide, emergency, disaster, and homeland security services, to the extent that the Corporation may choose to provide these services from time to time for the safety and general welfare of the community that it serves; and

G. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

ARTICLE VI. LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in (including the publishing or distribution of statements about) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Code Section 501(c)(3).

ARTICLE VII. MEMBERS

The Corporation shall have no members.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than five (5) nor more than nine (9) individuals. The Bylaws of the Corporation may further set forth provisions for the actual number of Directors allowed from time to time. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

NAME	ADDRESS
Rhonda Jalbert	90 Evergreen Drive Boise, Idaho 83716
John McCarthy	53 Mores Creek Circle Boise, Idaho 83716
Lesley Bahner	201 Wilderness Way Boise, Idaho 83716
Tom Pawek	18 Ponderosa Place Boise, ID 83716
Eric Swanson	55 Skyview Lane Boise, ID 83716

ARTICLE IX. DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at the time qualify as exempt organizations under Code Section 501(c)(3), in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE X. AMENDMENT OF THESE ARTICLES.

These Articles of Incorporation may be amended by approval of the Board of Directors of the Corporation, as more particularly set forth in the Bylaws.

ARTICLE XI. INCORPORATOR

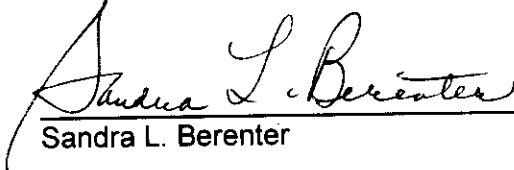
The name and street address of the incorporator is:

Sandra L. Berenter
Hawley Troxell Ennis & Hawley LLP
877 Main Street, Suite 1000
Boise, Idaho 83702

ARTICLE XII. BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws, which may be amended as set forth in the Bylaws. New Bylaws may be adopted by approval of the Board of Directors or as set forth in the Bylaws.

DATED this 14th day of February, 2003.



Sandra L. Berenter