

State of Idaho

Department of State

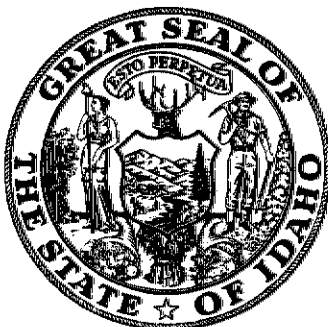
CERTIFICATE OF INCORPORATION OF

CARIBOU MUD RACERS, INC.
File number C 111580

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 CARIBOU MUD RACERS, 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: August 3, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl DeWitt*

AUG 3 9 18 AM '95

SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
CARIBOU MUD RACERS, INC.**

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

ARTICLE I.

NAME

The name of the corporation is **CARIBOU MUD RACERS, 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.

REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Soda Springs, County of Caribou, and the State of Idaho. The address of the initial registered office is 790 East 2nd North, P. O. Box 17, Soda Springs, Idaho 83276, and the name of the initial registered agent at this address is Brenda L. Erickson.

IDAHO SECRETARY OF STATE

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CORPORATION NON PROFIT

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ARTICLE V.

PURPOSE

The purposes for which this Corporation is organized and operated are as follows:

A. To conduct motor vehicle mud races within the City of Soda Springs, County of Caribou, State of Idaho, to obtain funds for the purpose of donating the same for charitable purposes, including, but not limited to, donations to Muscular Dystrophy, patients requiring bone marrow transplants, Soda Springs Crime Prevention Units, including Caribou County Search and Rescue, County and City Fire Departments for preservation of property and saving of human lives and the training and education of members and employees of said agencies in the preservation of life and property.

B. Charitable, religious, education or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).

C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things 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 assets of the Corporation shall inure to the benefit of, or be distributable to, its members, 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 distribution in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions 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 Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE VII

NO MEMBERS

The Corporation shall not have any members.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation 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 |
|--------------------|---|
| Brenda L. Erickson | 790 E. 2nd N., P.O. Box 17 Soda Springs, ID 83276 |
| Carl Erickson | 790 E. 2nd N., P. O. Box 17 Soda Springs, ID 83276 |
| Adele Farnworth | 741 Pioneer Dr. Soda Springs, ID 83276 |
| Kirt Farnworth | 741 Pioneer Dr. Soda Springs, ID 83276 |

ARTICLE IX

DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions 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 that time qualify as

exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, 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 the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE X.

INCORPORATOR

The name and street address of the incorporator is: Brenda L. Erickson. 790 E. 2nd N., Soda Springs, ID 83276

ARTICLE XI.

BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED: This 1st day of August, 1995.


BRENDA L. ERICKSON