

For Office Use Only

**-FILED-**

File #: 0004096628

Date Filed: 11/30/2020 4:42:00 PM

**IDAHO  
STATEMENT OF DOMESTICATION  
OF  
YELLOWSTONE TO UNTAS CONNECTION, INC.**

This filing is a Statement of Domestication that is being filed with the Idaho Secretary of State under Idaho Code Title 30 Chapter 22 Part 5. The Statement of Domestication is authorized under the laws of the jurisdiction of the domesticating entity.

**ITEM 1. Domesticating Entity:**

Name of the domesticating (moving from) entity:	Entity No.:
YELLOWSTONE TO UNTAS CONNECTION	8257179-0140
State of Domicile or Jurisdiction (moving from):	Type of Entity:
UTAH	NONPROFIT CORPORATION

**ITEM 2. Domesticated Entity:**

Name of the domesticated (moving to) entity:	
YELLOWSTONE TO UNTAS CONNECTION, INC.	
State of Domicile or Jurisdiction (moving to):	Type of Entity:
IDAHO	NONPROFIT CORPORATION

**ITEM 3. Effective date.** This Statement of Domestication is to be effective upon filing.

**ITEM 4. Plan of Domestication.** The domestication was approved in accordance with the law of the Domesticating Entity's jurisdiction of formation (Utah).


**ITEM 5. ARTICLES OF INCORPORATION.** If the domesticated entity is a domestic (Idaho) nonprofit corporation, then the Articles of Incorporation must be completed and attached, along with the \$30 filing fee.

**ITEM 6. Registered agent.** Name and office address of Idaho registered agent:

Jason Christensen	205 North Main Street, P.O. Box 363, Paris, ID 83261
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**ITEM 7: Authorized signatures.** The Statement of Domestication was signed by the person duly authorized by the entity.

Provide the printed name of the signer, the full title/capacity of the authorized signer, the name of the business corporation that the individual is representing, and signature of the individual authorized to sign.

	Jason Christensen	Director	11/30/2020
Signature	Printed Name	Title and Entity Represented	Date

ARTICLES OF INCORPORATION  
YELLOWSTONE TO UNTAS CONNECTION, INC.  
AN IDAHO FOR NONPROFIT CORPORATION

The Articles of Incorporation of the undersigned, who are natural persons over the age of eighteen (18), and citizens of the United States, and desire to form a nonprofit corporation under and by virtue of the Idaho Nonprofit Corporation Act (Idaho Code, Title 30, Chapter 30), and does hereby adopt the Articles of Incorporation for such corporation:

RECITALS

These provisions in these Articles of Incorporation are substantially the same as the nonprofit corporation's Articles of Incorporation as originally filed in Utah; but these new Articles of Incorporation are required to be filed with the State of Idaho based on the domestication of this nonprofit corporation to the State of Idaho. Therefore, these Articles of Incorporation amend and restate those filed in the State of Utah.

ARTICLE I: NAME

The name of the corporation shall be YELLOWSTONE TO UNTAS CONNECTION, INC.

ARTICLE II: DURATION

The term of existence of the corporation shall be perpetual.

ARTICLE III: PURPOSES

Section 1. The corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision or provisions of any subsequent United States Internal Revenue law or laws (the "Code"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, and to conduct, accomplish and carry on its objectives, functions and purposes or any part thereof set forth in the governing documents of the corporation as amended from time to time, within or without the State of Idaho. More particularly, the corporation is dedicated to restoration of public lands through the application of science, research, monitoring, education and advocacy.

Section 2. This corporation is additionally organized to promote, encourage, and foster any other similar religious-charitable, educational or nonprofit activities; to accept, hold, invest, and reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the corporation; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this corporation. Provided however, no act may be performed which would violate Section 501(c)(3) of the Code as it now exists or as it may hereafter be amended.

Section 3. In order to carry out the above-stated purposes, the corporation shall have all those powers set forth in the Idaho Nonprofit Corporation Act (Idaho Code, Title 30, Chapter 30), as it now exists or as it may hereafter be amended. The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

(a) (i) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers or other private persons, except that the corporation shall be authorized and empowered to make reasonable payments and distributions (including reasonable compensation for services rendered to or for the corporation) in furtherance of its purposes as set forth in these Articles.

(ii) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in

(including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(iii) Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by (1) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or corresponding provisions of any subsequent federal tax laws.

(b) In the event this corporation is in any one year a "private foundation" as defined by Section 509(a) of the Code, or in responding provisions of any subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (1) any act of "self-dealing" as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any "excess business holdings" as defined by Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws; (iii) making any investments in such manner as to subject the foundation to taxation under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws; or (iv) making any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

(c) The corporation shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Corporation's religious, charitable, educational or nonprofit purposes or if the gift or grant would require serving a private as opposed to public interest.

#### ARTICLE IV: MEMBERSHIP

The corporation shall not have any capital stock and shall not have members.

#### ARTICLE VI: GOVERNING BOARD OF DIRECTORS

The organization and control of the internal affairs shall be regulated by the Governing Board of Directors. The number of directors which constitute the whole board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than three. The Governing Board of Directors shall fill any vacancies at the annual meeting of the corporation to be held on such date as the Bylaws may provide, or at a special meeting called for such purpose, and shall hold office until their successors are elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum.

#### ARTICLE VII: INITIAL DIRECTORS

The number of directors constituting the initial Governing Board of Directors is seven (7) and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
Daniel Carolan	205 North Main Street, P.O. Box 363, Paris, ID 83261
John G. Carter	205 North Main Street, P.O. Box 363, Paris, ID 83261
Susan Warren	205 North Main Street, P.O. Box 363, Paris, ID 83261
Barrie Gilbert	205 North Main Street, P.O. Box 363, Paris, ID 83261
Guy Warren	205 North Main Street, P.O. Box 363, Paris, ID 83261
Denise Peterson	205 North Main Street, P.O. Box 363, Paris, ID 83261
Jeremiah Mattson	205 North Main Street, P.O. Box 363, Paris, ID 83261
Jack Green	205 North Main Street, P.O. Box 363, Paris, ID 83261
Jason Christensen	205 North Main Street, P.O. Box 363, Paris, ID 83261

ARTICLES VIII: [OMITTED]  
(See "SIGNATURE OF INCORPORATOR")

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ARTICLE IX: PRINCIPAL OFFICE- REGISTERED AGENT

The physical address of the corporation's initial Principal Office and mailing address is 205 North Main Street, P.O. Box 363, Paris, ID 83261. The initial Registered Agent at such address is Jason Christensen.

ARTICLE X: OFFICERS

The corporation shall have such officers as from time to time designated as such by the Governing Board of Directors, and as set forth in the Bylaws.

ARTICLE XI: LIMITATION ON LIABILITY

The directors and officers of the corporations shall not be personally liable for the obligations of the corporation.

ARTICLE XII: DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. No member, director, or officer of the corporation and no other private individual will be entitled to any distribution of any assets of the corporation in the event of its dissolution.


ARTICLE XIII: AMENDMENT OF THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time and in any manner which is permissible under the laws of the State of Idaho and the corporation's bylaws; provided, however, that these Articles of Incorporation shall in no event be amended in any manner so as to change the corporation from a nonprofit corporation to a corporation organized or operated for pecuniary profit, nor shall the Articles of Incorporation be amended so as to make the purposes of the corporation inconsistent with the charitable purposes as specified in Article III herein.

SIGNATURE OF INCORPORATOR

DATED this 20<sup>TH</sup> day of NOV, 2020

Jason Christensen, of 205 North Main Street, P.O. Box 363, Paris, ID 83261, under penalties of perjury, does hereby say that he is the incorporator of the above named corporation, and that he has read the foregoing Articles of Incorporation and knows the contents thereof and that the same is true and correct to his own knowledge, and that he executed the foregoing Articles of Incorporation as incorporator of such corporation.

  
Jason Christensen, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby acknowledges and accepts appointment as Registered Agent of the above-named nonprofit corporation.

DATED this 20<sup>TH</sup> day of NOV, 2020


  
Jason Christensen, Registered Agent

[COUNTERPART SIGNATURE PAGES FOR DIRECTORS ON SUBSEQUENT PAGES]

[COUNTERPART]

## SIGNATURES OF DIRECTORS

The undersigned, under penalties of perjury, does hereby say that they are an initial director of the above named corporation and that they have read the foregoing Articles of Incorporation and know the contents thereof and that the same is true and correct to their own knowledge, and that they executed the foregoing Articles of Incorporation as initial directors of such corporation. These Articles may be executed in two or more counterparts, each of which shall be deemed an original and all of which, when taken together, constitute one and the same document. The signature of any party to any counterpart shall be deemed a signature to, and may be appended to, any other counterpart.

  
Daniel Carolan  
Susan Warren  
Guy Warren  
Denise Peterson  
Jack Green  
John G. Carter  
Barrie Gilbert  
Jeremiah Mattson  
Jason Christensen

## [COUNTERPART]

## SIGNATURES OF DIRECTORS

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Daniel Carolan

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John G. Carter

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Susan Warren

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Barrie Gilbert

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Guy Warren

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Jack Green

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Jason Christensen

[COUNTERPART]

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Jason Christensen

[COUNTERPART]

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Daniel Carolan

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John G. Carter

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Susan Warren

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Barrie Gilbert

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Gry Warren

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Denise Peterson

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Jeremiah Mattson

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Jack Green

  
Jason Christensen



## [COUNTERPART]

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Daniel Carolan

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John G. Carter

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Susan Warren

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Barrie Gilbert  

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Susan Warren

10/27/2020

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Denise Peterson

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Jeremiah Mattson

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Jack Green

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Jason Christensen

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[COUNTERPART]

SIGNATURES OF DIRECTORS

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Daniel Carolan

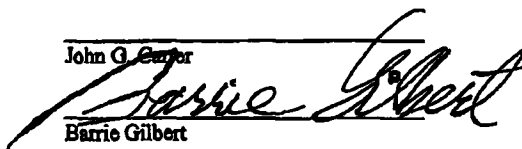
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