

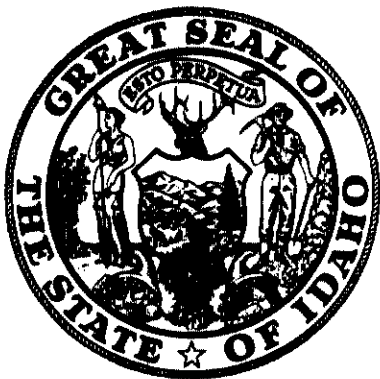
**CERTIFICATE OF INCORPORATION
OF**

YOUTH CONSERVATION LEAGUE, 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 the above named corporation, duly signed pursuant to the provisions of the Idaho Business 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: May 07, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

by: *Christina M. Zabala*

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ARTICLES OF INCORPORATION
OF

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YOUTH CONSERVATION LEAGUE, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, acting as incorporators of a Corporation under the Idaho Non-Profit Corporation Act, adopts the following Articles of Incorporation for such Corporation:

I

NAME

The name of the Corporation is YOUTH CONSERVATION LEAGUE, INC.

II

DURATION

The period of duration is perpetual.

III

PURPOSES

The purposes and objects for which the Corporation is organized are to engage in activities to promote and develop the maintenance of the natural resources of the United States by its youth, and to conserve the youth through meaningful and purposeful employment.

The YOUTH CONSERVATION LEAGUE was formed because there is a need for this type of program in Salmon, Idaho. Salmon, like a lot of small communities lacks the number of conventional jobs to satisfy the number of workers available. Due to its rural location and proximity to large tracks of public land the YOUTH CONSERVATION LEAGUE grew out of the true sense of supply and

demand. The supply being an excess number of youth seeking employment and demand being the number of projects to be completed on the public lands.

The Corporation shall hold, buy, sell and lease such assets as are necessary to carry out the aforementioned purposes and shall do all things necessary to carry out all aforesaid purposes.

IV

STOCK

The Corporation will not issue stock but will issue membership certificates as set forth under the rules and regulations of the directors.

(1) Pecuniary profit is not the object, or any object of this corporation. No part of the assets or earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and that the Corporation may carry on its business on a basis which may earn operating and administering expenses, discharging the obligations of said corporation contracted within its powers hereunder, and provide funds with which to carry on future services of the type described above.

(2) 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 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

(a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of subsequent laws, or

(b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provisions of subsequent laws.

(3) Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of subsequent laws, as the Board of Directors shall determine.

V

LOCATION AND REGISTERED AGENT

The address of the initial registered agent of the corporation is 501 South Saint Charles, Salmon, Idaho 83467, and the initial registered agent at such address is STEVE ADAMS.

VI

DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is three (3) and the names and addresses of the persons who are to serve as the initial Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Steve Adams	501 So. St. Charles Salmon, Idaho 83467
Bob Russell	P.O. Box 161 Salmon, Idaho 83467
Jay Skein	HC 10 Box 32 Carmen, Idaho 83262

VII

INCORPORATORS

The name and address of each incorporator is:

Steve Adams	501 St. St. Charles Salmon, Idaho 83467
Bob Russell	P.O. Box 161 Salmon, Idaho 83467
Jay Skein	HC 10 Box 32 Carmen, Idaho 83262

IN WITNESS WHEREOF, the undersigned have subscribed their hands this 30TH day of April, 1990,



STEVE ADAMS



BOB RUSSELL



JAY SKEIN

STATE OF IDAHO)
) ss
County of Lemhi)

On this 30 day of April, 1990, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared STEVE ADAMS, BOB RUSSELL and JAY SKEIN, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal the day and year above written.

(SEAL)

Milton A. Sien
Notary Public for State of Idaho
Residing at Salmon, Idaho
Commission Expires: 10/26/93

Steve Adams
STEVE ADAMS
President

Robert Russell
BOB RUSSELL
Vice President/Secretary

Jay Skein
JAY SKEIN
Second Vice President/Treasurer

STATE OF IDAHO)
) ss
County of Lemhi)

I, the undersigned, a Notary Public, do hereby certify that on this 30 day of April, 1990, personally appeared before me STEVE ADAMS, BOB RUSSELL and JAY SKEIN, who, being by me first duly sworn, declared that they are the President, Vice President/Secretary, of YOUTH CONSERVATION LEAGUE, INC., that they signed the foregoing document as President and Secretary of the Corporation, and that the statements therein contained are true.

Milton A. Sien
Notary Public for State of Idaho
Residing at Salmon, Idaho
Commission Expires: 10/26/93