



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

EXPEDITION EDUCATIONAL FOUNDATION, INC.

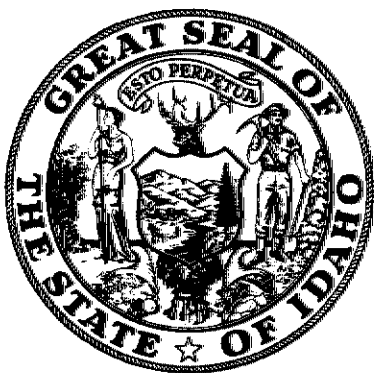
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

EXPEDITION EDUCATIONAL FOUNDATION, 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 November 14, 19 89.



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala
Corporation Clerk

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SEC. OF STATE

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ARTICLES OF INCORPORATION
OF

EXPEDITION EDUCATIONAL FOUNDATION, INC.

The undersigned, acting as the Incorporator of a corporation under the Idaho Nonprofit Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME. The name of the corporation is EXPEDITION EDUCATIONAL FOUNDATION, INC..

2. NONPROFIT CORPORATION. The corporation is a nonprofit corporation organized and operating under the Idaho Nonprofit Corporation Act, Section 30-301 et seq., Idaho Code.

3. DURATION. The period of its duration is perpetual.

4. PURPOSES AND POWERS. The corporation is organized to qualify as a tax exempt organization pursuant to the requirements of Section 501(c)(3), Internal Revenue Code, as amended, and shall be operated exclusively to advance and further the following public educational and charitable goals through worldwide expeditions and explorations:

a. Increase public understanding of the cultures and societies of other nations and countries and promote public awareness of the problems and issues confronting such cultures; and

b. Increase public understanding of the world environment and the effect of on-going climatic changes on its future.

The corporation shall have all of the powers granted non-profit corporations under the laws of the State of Idaho. However, notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the tax exempt purposes of organizations set forth in Section 501(c)(3), Internal Revenue Code, as amended.

5. MEMBERSHIP. The corporation shall have one (1) class of membership. The initial members of the corporation shall be those persons designated below to serve as the initial board of directors of the corporation. A person must actively support the goals and purposes of the corporation and be nominated by vote of a majority of the existing members to qualify as a member of the corporation.

6. REGISTERED AGENT AND OFFICE. The street and mailing addresses of the initial registered office of the corporation are 120 East Avenue, Ketchum, Idaho, and P. O. Box 987, Ketchum, Idaho, 83340 respectively, and the name of its initial registered agent at such addresses is James P. Speck.

7. INITIAL BOARD OF DIRECTORS. The number of directors constituting the initial Board of Directors of the corporation is three (3). The names and mailing addresses of the persons who are to serve as directors until the first annual meeting of the members, or until their successors are elected and shall qualify, are:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Edward F. Gillette	P. O. Box 2107 Sun Valley, ID 83353
Susan Patterson	P. O. Box 2107 Sun Valley, ID 83353
Deborah G. Law	96 Reed Ranch Road Tiburon, CA 94920

8. DISSOLUTION. In the event of the dissolution or other termination of the corporation, no member shall be entitled to or receive any benefit from any distribution or division of its remaining property or other assets or its proceeds, and the balance of all money and other assets and property held or received by the corporation from any source, after the payment of all of its debts and obligations, shall be used or distributed at the direction of the members of the corporation exclusively for purposes within the requirements of Section 501(c)(3), Internal Revenue Code, as amended.

9. INCORPORATOR. The name and mailing address of the Incorporator is:

<u>NAME</u>	<u>MAILING ADDRESS</u>
James P. Speck	P. O. Box 987 Ketchum, ID 83340

DATED this 13th day of November, 1989.

James P. Speck
JAMES P. SPECK

STATE OF IDAHO)
) ss.
County of Blaine)

I, Jean A. Latham, a notary public, do hereby certify that on this 13th day of November, 1989, personally appeared before me James P. Speck, who, being by me first duly sworn, declared that he is the Incorporator of Expedition Educational Foundation, Inc., that he signed the foregoing document as Incorporator of the corporation, and that the statements therein contained are true.

Jean A. Latham
Notary Public for Idaho
Residing at: Hailey, Id. 83333

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