

Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

SOUTH FORK LODGE FLOAT TRIPS, INC.

was filed in the office of the Secretary of State on *April 27th*, 19 *78*
and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for *perpetual existence* from the date hereof, with its registered office in this State located at *Swan Valley, Idaho* in the county of *Bonneville*

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the State.

Done at Boise City, The Capital of Idaho, this *27th*
day of *April*, A.D., 19 *78*.

Pete T. Cenarrusa

Secretary of State

Corporation Clerk

JUN 27 1947

ARTICLES OF INCORPORATION
OF
SOUTH FORK LODGE FLOAT TRIPS, INC.

We, the undersigned, being natural persons of legal age and all citizens of the United States of America or its territories or possessions, have this day voluntarily associated ourselves for the purpose of forming a private corporation under the laws of the State of Idaho, and to that end hereby adopt Articles of Incorporation, as follows:

ARTICLE ONE

NAME

The name of the corporation is SOUTH FORK LODGE FLOAT TRIPS, INC.

ARTICLE TWO

PURPOSES AND POWERS

The purposes of the corporation and its powers are, the following:

1. To own, operate and maintain, and to offer to the general public, a general recreation, float trip, outfitting and guiding business, and to acquire all real property, personal property, equipment and services required therefor by purchase, lease, employment or otherwise.

2. To apply for, purchase or acquire by assignment, transfer or otherwise and to exercise, carry out, and enjoy any license, power, authority, franchise, concession, right or privilege which any government or authority or any corporation or other public body may be empowered to enact, make or grant and to appropriate any of the corporation's stock, bonds and assets to defray the necessary costs, charges and expenses thereof.

3. To buy, exchange, lease or otherwise acquire real estate or any interest or right therein, and to hold, own or operate, control, maintain, manage and develop them to construct, maintain, manage, alter and control directly or through ownership of stock in any other corporation, any and all kinds of buildings, stores, offices, warehouses and any and all other structures and erections which may at any time be necessary or useful for the purposes of this corporation.

4. To acquire, hold, use, sell, assign, lease, grant licenses with respect to, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names relating to or useful in connection with the purposes of this corporation.

5. To acquire by purchase, subscription or otherwise and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates with respect to the shares of capital stock, warrants, rights, bonds, debentures, notes, trust receipts and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government of the United States of America, or by any foreign or other political subdivision, or by any government agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership.

6. To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state or government or colony or dependency thereof.

7. To purchase, hold, sell and transfer the shares of its own capital stock; provided, it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital, except as otherwise permitted by law, and provided further, that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly and shall not be entitled to receive dividends.

8. To have one or more offices, to carry on all or any of its operations and business and without restrictions or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

9. To acquire, and to make payment therefor in cash or the stock or bonds of the corporation, or by undertaking or assuming the obligations and liabilities of the transferor, or in any other way, the goodwill, rights and

property, the whole or any part of the assets, tangible or intangible, and to undertake or assume the liabilities of, any person, firm, association or corporation, to hold or in any manner dispose of the whole or any part of the property so purchased, to conduct in any lawful manner any part of the business so acquired and to exercise all of the powers necessary to or convenient for the conduct and the management thereof.

10. To borrow or raise money for any of the purposes of the corporation, without limit as to amount, and in connection therewith, to grant collateral or other security either alone or jointly with any other person, firm or corporation, and to make, execute, draw, accept, endorse, discount, pledge, issue, sell or otherwise dispose of promissory notes, drafts, bills of indebtedness, negotiable or non-negotiable, transferable or nontransferable and to confer upon the holders of any of its obligations such powers, rights and privileges as from time to time may be deemed advisable by the Board of Directors, to the extent permitted under the laws of the State of Idaho; to lend and advance money, extend credit, take notes, open accounts and every kind and nature of evidence of indebtedness and collateral security in connection therewith.

11. To have, exercise and enjoy all purposes and powers now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all of the purposes, powers and privileges granted to corporations by Chapter 1, Title 30, Idaho Code, and present and/or future amendments thereto, and to do any act or other thing necessary or convenient for the transaction of the aforesaid business and/or carrying into effect any and all of the aforesaid objects and purposes.

12. To exercise and perform any and all of the hereinabove mentioned and described purposes and powers, both within and without the State of Idaho.

ARTICLE THREE

DURATION

The duration of the corporation shall be perpetual.

ARTICLE FOUR

LOCATION

The location and post office address of the registered office of the corporation in the State of Idaho is P. O. Box 22, Swan Valley, Idaho 83449.

ARTICLE FIVE

STOCK

The shares of stock of said corporation shall be 100 in number and shall be of no par value. Said shares of stock shall be fully

paid up before being issued and after issuance shall be nonassessable.

ARTICLE SIX

INCORPORATORS

The names and post office addresses of each of the incorporators and the number of shares to which each incorporator has subscribed are:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>	<u>NO OF SHARES</u>
James Allen Taul	P. O. Box 162 Irwin, Idaho 83428	One (1) Share
Spencer Warner	P. O. Box 22 Swan Valley, Idaho 83449	One (1) Share
Winona M. Hearn	P. O. Box 1196 Idaho Falls, Idaho 83401	One (1) Share

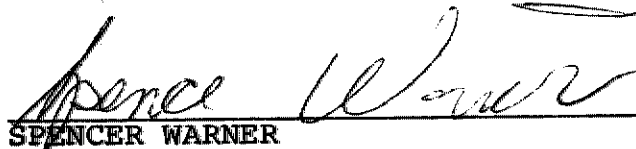
ARTICLE SEVEN

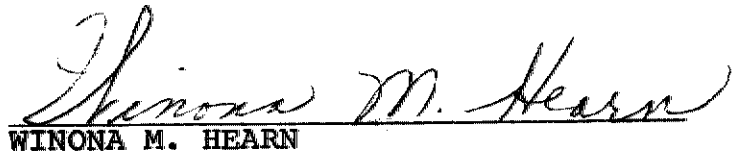
BYLAWS

The Board of Directors by a majority vote shall have the power to adopt, repeal or amend the Bylaws of the corporation or adopt new Bylaws.

IN WITNESS WHEREOF, we have hereunto set our hands and seals
This 26th day of April, 1978.


JAMES ALLEN TAUL


SPENCER WARNER


WINONA M. HEARN

STATE OF IDAHO)
) ss.
County of Bonneville)

ON THIS 26th day of April, 1978, before me, the under-
signed, a Notary Public in and for said State, personally appeared
JAMES ALLEN TAUL, SPENCER WARNER and WINONA M. HEARN, known to me
to be the persons whose names are subscribed to the within and
foregoing instrument, and acknowledged to me that they executed
the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal, the day and year in this certificate first above
written.

Alvin H. Hays
Notary Public for Idaho
Residing at Idaho Falls, Idaho
My Commission Expires: *perpetual*