

CERTIFICATE OF INCORPORATION
OF

THE STAGE COACH, INC.

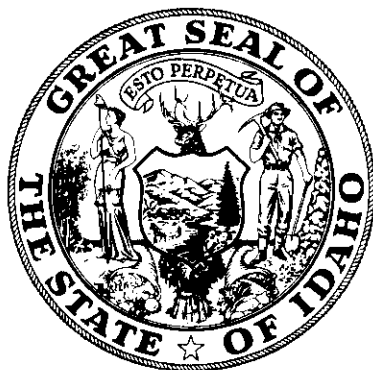
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

THE STAGE COACH, 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 March 12, 19 81.



SECRETARY OF STATE

Corporation Clerk

Articles of Incorporation
of
The Stage Coach, Inc.

SECRETARY
STATE

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We the undersigned, being over the age of 18 years, for the purpose of forming a corporation under and pursuant to the provisions of the Idaho Business Corporations Act # 30-303, do hereby associate ourselves as a body corporate and adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be The Stage Coach, Inc.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

The purpose of this corporation, is to further the promotion of the arts, with specific emphasis on the performing arts. To serve as an educational and artistic inspiration to those seeking to participate in performance activities, lending enlightenment to the appreciation of the arts. The above purposes are meant to be exclusively charitable, educational or literary within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1954, as may be amended from time to time.

ARTICLE IV

There will be one or more classifications of membership with qualifications and rights as specified in the bylaws.

ARTICLE V

The location and principal offices of the corporation shall be at 804 Resseguie St. Boise, Idaho 83702. The name and address of the registered agent shall be Sally M. Ahlstedt, 804 Resseguie St. Boise, Idaho 83702. Any change of address of these offices shall be duly processed with the Secretary of State, should it occur.

ARTICLE VI

The general management of the affairs of this corporation shall be vested in the directors of this corporation. The names and addresses of the first directors are as follows:

Sally M. Ahlstedt--President
804 Resseguie
Boise, Idaho 83702

Carole Whiteleather--Vice President
1820 Harrison Blvd.
Boise, Idaho 83702

Kevin Nathan--Treasurer
2735 Arthur
Boise, Idaho 83705

Barbara Marquart--Secretary
10806 Bridgetower
Boise, Idaho 83709

Patrick Shannon--Director
209 Parkway Dr.
Boise, Idaho 83704

The term in office of the first directors shall be until the first meeting of the incorporators and first board of directors. The number of subsequent directors and their qualifications, manner of election and tenure in office shall be specified in the bylaws, subject to the limitation that the number of directors shall not be less than three.

ARTICLE VII

The name and address of each incorporator of this corporation is:

Sally M. Ahlstedt
804 Resseguie
Boise, Idaho 83702

Carole Whiteleather
1820 Harrison Blvd.
Boise, Idaho 83702

Kevin Nathan
2735 Arthur
Boise, Idaho 83705

ARTICLE VIII

Notwithstanding any provisions of these articles, this corporation shall not have the power to devote any substantial part of its activities to the carrying out of propaganda or otherwise attempting to influence legislation, nor shall the corporation have the power to participate in (including the publishing and distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE IX

All of this corporation's property and all of its net earnings shall be distributed, used and applied at the discretion of the board of directors in such amount and at such times as they may determine for the purposes for which the corporation was created; provided, however, that no part of the net earnings shall inure to the benefit of any private individual.

ARTICLE X

Upon liquidation or dissolution of this corporation, all of its assets and property shall, after payments of or provision for its liabilities, be paid over to an organization designated by a majority of its directors, which organization itself is a non-profit corporation operated exclusively for artistic, cultural, or educational purposes and that it is tax-exempt under 501 (c)(3) of the Internal Revenue Code.

In no event shall any of the net assets or property of the corporation vest in or be distributed to any private individual.

IN WITNESS THEREOF, we have hereunto set our hands this 3rd day of March, 1981.

Emily M. Allertott

Kevin M. H. H. H.

Carol E. Whitaker