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SECRETARY OF STATE
STATE OF IDAHO

**Articles of Incorporation
of
Brundage Nature Foundation, Inc.**

Article I -- Name

The name of this corporation is: Brundage Nature Foundation, Inc.

Article II - Nonprofit Corporation

This corporation is organized, and shall have all powers specified for nonprofit corporations, under the Idaho Nonprofit Corporation Act.

Article III -- Purpose

- a) This corporation is organized exclusively for charitable, scientific, literary, or educational purposes to be conducted within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law as such may be amended from time to time).
- b) No part of the income or net earnings of this corporation shall inure to the benefit of, or be paid or distributed to, any Director or officer of this corporation, or any other private individual or corporation (unless paid as reasonable compensation for services rendered in furtherance of this corporation's purposes, or unless as reimbursement for expenses reasonably incurred by any Director, officer, employee, or other individual or corporation in furtherance of said purposes).
- c) This corporation shall not substantially act to disseminate propaganda or otherwise influence or intervene in any legislation or political campaign

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on behalf of, or in opposition to, any candidate for political office, except as may be allowed under Section 501(h) of the Internal Revenue Code.

d) Upon dissolution of this corporation, after first paying or adequately providing for its debts, obligations, and liabilities, all of this corporation's assets shall be paid or distributed either to organizations organized and operated exclusively for charitable, scientific, literary, or educational purposes and recognized by the Internal Revenue Service as exempt from tax under US Internal Revenue Code Section 501(c)(3), or to a state or local government for a public purpose. Such payment or distribution shall be determined by the Board of Directors of this corporation or, failing action by the Board of Directors, by any court of competent jurisdiction of the county in which the principal office of this corporation is then located.

e) Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not conduct any activities not permitted to be conducted by an organization which is tax exempt under the provisions of US Internal Revenue Code Section 501(c)(3).

f) During any period that this corporation is a "private foundation" within the meaning of the US Internal Revenue Code, this corporation shall distribute such income, at such time, and in such manner, as necessary so as to not subject the corporation to tax under Section 4942 of Part 53 of the US Internal Revenue Code. Further, this corporation shall not engage in any act of self-dealing, retain any excess business holdings, make any investments, or make any taxable expenditures, such as would subject this corporation to tax under Sections 4941(d), 4943(c), 4944, and 4945(d) of Part 53 of the US Internal Revenue Code.

Article IV – Duration

The period of duration for this corporation shall be perpetual.

Article V – Members

This corporation shall have no voting members and its affairs shall be directed and managed by its Board of Directors.

Article VI - Amendment

These Articles of Incorporation may only be amended by the unanimous vote of the Directors of this corporation.

Article VI - Initial Board of Directors

The number of Directors shall be fixed in accordance with the Bylaws of this corporation such that there are never fewer than three (3) Directors. The initial Directors of this corporation are:

Judd W. DeBoer - 485 E Riverside Drive, Suite 400, Eagle, Idaho, 83616

Michael J. DeBoer - 1410 Mill Road, McCall, Idaho, 83638

Brian A. O'Morrow - 1151 N Fruitwood Way, Eagle, Idaho, 83616.

Article VII - Registered Office and Registered Agent

The initial registered office and mailing address of this corporation is:

485 E Riverside Drive, Suite 400, Eagle, Idaho, 83616. The initial registered agent at such address is Brian A. O'Morrow.

Article VIII - Incorporator

The name and mailing address of the incorporator of this corporation is:

Brian A. O'Morrow, 485 E Riverside Drive, Suite 400, Eagle, Idaho, 83616.

In witness whereof, the undersigned has executed these Articles of Incorporation this 24th day of May, 2011.

Brian A. O'Morrow

Brian A. O'Morrow