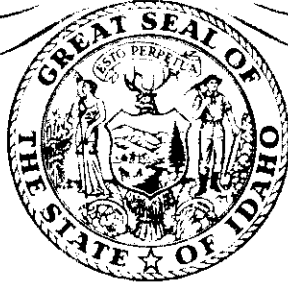


State of Idaho



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

SALMON CHAMBER OF COMMERCE, INC.

was filed in the office of the Secretary of State on the *1st* day
of *March* A. D. One Thousand Nine Hundred *Seventy-seven* and
will be
/ is duly recorded on ~~Film~~ *Microfilm* of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, 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
Salmon in the County of *Lemhi*
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

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 *1st* day of *March*
A.D., 19 *77*.

Secretary of State.

ARTICLES OF INCORPORATION
OF
SALMON CHAMBER OF COMMERCE, INC.
ORGANIZED UNDER THE LAWS OF THE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, all of whom are adult residents of the State of Idaho, United States, do hereby voluntarily associate ourselves together for the purpose of incorporating a non-profit corporation under the laws of the State of Idaho, and we do hereby certify:

ARTICLE I

NAME

That the name of this non-profit corporation is:
SALMON CHAMBER OF COMMERCE, INC.

ARTICLE II

PURPOSES AND POWERS

This corporation is a non-profit organization, and is formed for benevolent, charitable and social purposes, and especially as follows:

1. To promote cooperation in all matters of interest to the business and professional people of the Salmon and Lemhi County community; to develop an increased civic interest; to create and maintain higher standards in business dealings; to compile and distribute information to its members, and other persons interested in said Salmon and Lemhi County community, for their benefit; to aid and protect its members and to do all things as are properly within the scope of such an association for the welfare of its members and its community.

2. To purchase or otherwise acquire and to hold, own and exercise all rights of ownership in real estate and personal property and to sell, transfer or mortgage said real estate and personal property; to borrow money; to erect buildings or other structures necessary and proper for the carrying out of the purposes herein mentioned; to enter into all contracts necessary in conducting its affairs; to render such benevolent aid and assistance to its members and to do all things as are properly within the scope of such an association for the welfare of its members and its community.

3. To establish funds for the maintenance and management of all monies or properties, both real and personal, tangible or intangible, which may be delivered to the corporation, and to manage such funds to the best interests of and for the purposes of the corporation, and consistent with, insofar as is possible, the purposes for which such monies and/or properties were delivered to the corporation.

4. To receive gifts, donations, grants of money or property directly or in trust, or otherwise, from any foundation, citizen, person, municipality, state, United States, or foreign government delivered to said corporation for any purpose general or incidental to the purposes for which this corporation is formed, and to solicit and receive funds for the purposes of the corporation.

5. To invest on behalf of itself any money or property of the corporation and such additional funds as it may obtain, or any interest therein, in any manner and to issue notes.

6. To do any and all other acts, things, business, or businesses in any manner connected with, or necessary, incidental, convenient, or auxiliary to any of the objects herein enumerated or calculated, directly or indirectly, to promote the purposes of the corporation, and in carrying on its purposes or for the purposes of attaining or furthering any of its purposes, to do any and all acts and things, and to exercise any and all other powers which a natural person could do or exercise and which now or hereafter may be authorized by law, and in any geographical location.

ARTICLE III

PLACE OF BUSINESS

That the principal place of business and principal office of the corporation shall be Salmon, County of Lemhi, State of Idaho.

ARTICLE IV

TERM OF EXISTENCE

That the duration of this corporation shall be unlimited and perpetual.

ARTICLE V

CAPITAL STOCK AND MEMBERSHIP

This corporation does not have and shall not have any capital stock, neither shall it issue to its members certificates representing capital stock, and this corporation shall not be operated for pecuniary profit. That any person shall be eligible for membership in this corporation who subscribes to the objects and purposes hereof, and such person shall be selected for membership in the manner provided in and according to the Bylaws, which membership may be unlimited in number.

ARTICLE VI

DIRECTORS AND LIABILITY

That the affairs of this corporation shall be conducted by a Board of Directors of nine in number. Directors of this corporation shall be members of the corporation. That the private property of the officers, directors, and members of the corporation shall be exempt from the debts of the corporation, and no officer, director or member shall be individually or collectively liable or responsible for any debt or liabilities of the corporation. The names and addresses of those who are to serve as incorporators and directors until an election of their successors are as follows:

1. John Blayden, Box 9, Salmon, Idaho 83467
2. Jack McFrederick, Box 1152, Salmon, Idaho 83467
3. Bill Allen, Box 1532, Salmon, Idaho 83467
4. Gary Anderson, Box 869, Salmon, Idaho 83467
5. John Evans, Box 100, Salmon, Idaho 83467
6. John McKinney, Box 1442, Salmon, Idaho 83467
7. Tim Jewell, Box 810, Salmon, Idaho 83467
8. Ken Beller, Box M, Salmon, Idaho 83467
9. Bill Miller, Box 1064, Salmon, Idaho 83467

Incorporator-Secretary:

1. Frances Wheeler, Box 657, Salmon, Idaho 83467

ARTICLE VII

AMENDMENTS

These Articles of Incorporation may be amended in any respect at any regular or special meeting of members called for that purpose. An amendment must first be approved by a two-third vote of the Board of Directors and then adopted by the affirmative vote of two-thirds of the members present and voting at said meeting, provided that a quorum, as specified

by the Bylaws of said corporation, be present.

IN WITNESS WHEREOF, We have hereunto set our hands
as incorporators at Salmon, Idaho, this 16th day of March,
1977.

John M. Blayden
DIRECTOR

Jack McFriedrick
DIRECTOR

Bill Allen
DIRECTOR

Gary Anderson
DIRECTOR

John Evans
DIRECTOR

John J. McKenney
DIRECTOR

Tim Jewell
DIRECTOR

Kenneth F. Beller
DIRECTOR

Bill Miller
DIRECTOR

Frances Wheeler
SECRETARY

STATE OF IDAHO)
) ss
County of Lemhi)

On this 16th day of MARCH, 1977, before me, the undersigned, a Notary Public in and for said County and State, personally appeared JOHN BLAYDEN, JACK McFREDERICK, BILL ALLEN, GARY ANDERSON, JOHN EVANS, TIM JEWELL, KEN BELLER, BILL MILLER, and FRANCES WHEELER, known to me to be the persons whose names are subscribed to the foregoing instrument and who 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 first above written.

John S. McKinney
Notary Public for Idaho
Residing at Salmon, Idaho
My commission expires: April 1978.

STATE OF IDAHO)
) ss
County of Lemhi)

On this 16th day of March, 1977, before me, the
undersigned, a Notary Public in and for said County and State,
personally appeared JOHN S. MCKINNEY, known to me to be the
person whose name is subscribed to the foregoing instrument and
who acknowledged to me that he executed the same.

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

John S. McKinney
Notary Public for Idaho
Residing at Salmon, Idaho
My commission expires: April 1978