

**ARTICLES OF INCORPORATION
OF THE
CAYUSE KIDS SADDLE CLUB, INC.**

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the incorporators of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

Article I: Name.

The name of the Corporation is **CAYUSE KIDS SADDLE CLUB, INC.**

Article II: Nonprofit Status.

The Corporation is a nonprofit corporation.

Article III: Period of Duration.

The period of duration of the Corporation is perpetual.

Article IV: Registered Office and Agent.

The location of the Corporation is in the City of Princeton, County of Latah, and in the State of Idaho. The street address of the initial registered office is: 1012 Bear Creek Road, Princeton, Idaho 83857 and the name of the initial registered agent at this address is Brad Minden.

Article V: Purposes.

The Corporation is organized and operated exclusively for the advancement of educational, charitable and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future United States Internal Revenue law, to perform any and all lawful acts which may be necessary, useful, suitable or proper for the furtherance or accomplishment of the purposes of the Corporation, including but not limited to the following:

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1. to encourage young people to ride and to learn to enjoy all kinds of sports connected with horses and riding; to provide instruction in riding and horsemanship, and to instill into members the proper care of their animals; to promote the highest ideals of sportsmanship, citizenship and loyalty, thereby cultivating strength of character and self-discipline;

B. no substantial part of the activities of the Corporation shall be to carry on propaganda, to attempt to influence legislation, or to participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office;

C. to exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

Article VI: Limitations

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation (a) exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future United States Internal Revenue law, or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future United States Internal Revenue law.

Article VII: Members

The corporation shall have members as set forth in the Bylaws.

Article VIII: Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Each director of the Corporation shall, at all times, be a member of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

	<u>NAME</u>	<u>ADDRESS</u>
1	Brad Minden	1114 West Cove Road Viola, ID 83872
2	Linda Osborne	1391 Crane Creek Road Potlatch, ID 83855
3.	Jo Minden	1255 West Cove Road Viola, ID 83872
4.	Sharon Moore	1005 Lemon Creek Princeton, ID 83857
5.	Kim Carpenter	1150 Maple Creek Road Harvard, ID 83834
6.	Verle Brown	1005 Country Lane Princeton, ID 83857
7.	Tamye Lisher	2497 Deary-Harvard Road Harvard, ID 83834

Article IX: Distribution on Dissolution.

Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or adequately providing for the debt and obligations of the Corporation, the remaining assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future United States Internal Revenue law, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is

then located, exclusively for the purposes or to such organizations, as such court shall determine which are organized and operated exclusively for such purposes.

Article X: Incorporators.

The names and street addresses of the incorporators are:

	<u>NAME</u>	<u>ADDRESS</u>
1.	Brad Minden	1114 West Cove Road Viola, ID 83872
2.	Linda Osborne	1391 Crane Creek Road Potlatch, ID 83855

Article XI: Bylaws

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

DATED this 7 day of December, 2007.



Brad Minden



Linda Osborne