



Department of State.

CERTIFICATE OF INCORPORATION

I, GEO. H. CURTIS, 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

BOZOE BASIN RECREATIONAL ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **Tenth** day of **October** A. D. One Thousand Nine Hundred **Forty-one** and is duly recorded in Book **A-54** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 29-103 and Sections 29-1001 to 29-1005, inclusive, Idaho Code, Annotated.

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 **Boise** in the County of **Ada**, and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations, as provided in Chapter 10, Title 29, Idaho Code, Annotated.

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 **Tenth** day of **October**, in the year of our Lord one thousand nine hundred **Forty-one**, and of the Independence of the United States of America the One Hundred **sixty-sixth**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

BOGUS BASIN RECREATIONAL ASSOCIATION, INC.

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KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, citizens of the United States and residents of the State of Idaho, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of Chapter 10 of Article 29, Idaho Code Annotated, and the laws of the State of Idaho relating to the organization of corporations where pecuniary profit is not the object, DO HEREBY CERTIFY AND DECLARE, as follows:

FIRST

The name of this corporation is BOGUS BASIN RECREATIONAL ASSOCIATION, INC.

SECOND

The purposes and objects for which the corporation is formed are:

(a) To cooperate with state and federal agencies, departments and officers and other public bodies in the improvement and development of the area commonly known as "Bogus Basin", in Township 5 North, Range 3 East B.M., as a recreational area for the use of the public for winter and summer sports, picnics and other recreational activities, and to coordinate the work of public and private agencies engaged in the improvement and development of said recreational area, and to construct, and promote the construction by others, of such buildings, improvements, facilities, equipment and devices as will best serve the needs of the public seeking recreation and amusement in said area, including the building, improvement and upkeep of roads, trails and means of transportation.

(b) To publicize the merits of Bogus Basin for recreational uses, and generally to make known to the public the opportunities, advantages and facilities therein for recreation and amusement.

(c) To buy, sell, acquire, hold, own, mortgage, pledge, lease, assign, transfer and deal in and with all kinds of real and personal property, including rights and interests therein of all kinds, leases, franchises and privileges of whatsoever kind deemed necessary or desirable in connection with the purposes of the corporation as set out in subparagraphs (a) and (b) hereof; and to borrow money for any and all such purposes, and secure the payment thereof by mortgage on or pledge of any of its property, rights, privileges or franchises.

(d) To make, perform and carry out contracts for any lawful purpose to the same extent and as fully as natural persons might or could do, and to do, perform and carry on its business as principal, agent, trustee or otherwise, and either alone or in connection with any other person, firm, association, corporation, and with the State of Idaho and the Government of the United States, and agencies, departments and officers thereof.

THIRD

This corporation shall have perpetual existence.

FOURTH

The location and postoffice address of the registered office of the corporation is Boise, Ada County, Idaho.

FIFTH

This corporation is not organized for pecuniary profit or for the purpose, directly or indirectly, of fixing the price, or regulating the production, of any article of commerce or of products of the soil, or of consumption by the people. The corporation shall not have or issue any capital stock, and corporations, associations and copartnerships, as well as persons, may become members thereof. Membership in the corporation shall not entitle a member to any interest whatsoever in the assets of the corporation,

but only to participate in the management of the affairs of the corporation, in meetings of the members legally called and held within the period covered by the membership. The corporation may, by its by-laws, provide for two or more classes of memberships, in order to provide funds for carrying out the purposes of the corporation, and may, by its by-laws, regulate and determine the voting rights of the different kinds or classes of membership.

SIXTH

The members of this corporation shall not be subject to assessments for the purpose of paying expenses, conducting business or paying debts of the corporation.

SEVENTH

The number of directors of the corporation shall be as specified in the by-laws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the by-laws. In case of any increase in the number of directors, the additional directors may be elected by the directors then in office, and a director so elected shall hold office until the next annual meeting of the members and until his successor is elected and qualified.

EIGHTH

The by-laws may provide for the classification of the directors into classes in respect to the time for which they shall severally hold office, the several classes to be elected for different terms, provided that the first classification may be made by lot and no class shall be elected for a longer period than five years, and the term of office

of at least one class shall expire each year. The By-Laws may also provide the number of directors that shall constitute a quorum, which may be less than a majority of the entire board, and that the acts of a majority of the directors present at a meeting at which a quorum is present shall be the acts of the board of directors. The By-Laws may provide for the appointment or election of an executive committee of not less than three members, who shall be members of the board of directors. The board of directors may delegate to the executive committee all or part of the powers vested by law and the Articles of Incorporation in the board of directors.

NINTH

Unless otherwise provided in the by-laws, twenty members, but not exceeding a majority of the members if the membership be less than forty, shall constitute a quorum for the transaction of any and all business at annual and special meetings of the membership of the corporation, and the acts of a majority of the members present at a meeting at which a quorum is present shall be the acts of the members of the corporation.

TENTH

The right to repeal and amend the By-Laws and adopt new By-Laws shall be vested in the directors.

IN WITNESS WHEREOF, We have hereto set our hands and seals this 22nd day of ^{September} ~~April~~, 1941.

Leah Moulton
John H. Bradley
James C. King
Virgil Mc Bee


Robert A. Long
Sammy [unclear]
Walter E. Galt
W. H. [unclear]
Robert [unclear]
Mason E. Cady
[unclear]

STATE OF IDAHO)
 : ss.
COUNTY OF ADA)

On this 22nd day of ^{September}~~April~~, in the year 1941,

before me, the undersigned, a Notary Public in and for
said State, personally appeared Chet Moulton, John H. Bradley,
Kenneth O'Leary, Virgil B. McFee, Robert A. Hagg, Harry Yeak, Walter W. York,
O. H. Allen, W. C. Terman, Whellock, Marion E. Casey, Willis C. Moffatt,
known to me to be the persons whose names are subscribed
to the within instrument, and acknowledged to me that they
executed the same.

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


Notary Public for Idaho
Residence: Boise, Idaho