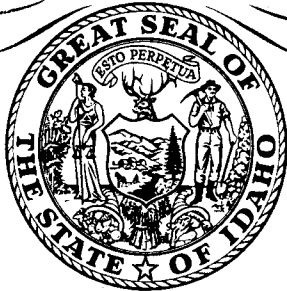


State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, 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

WESTERN IDAHO AND EASTERN OREGON 4-H CLUB CAMP, INC.

was filed in the office of the Secretary of State on the **Twenty-eighth** day of **June,** A. D. One Thousand Nine Hundred **Sixty-five** and **will be** if duly recorded on ~~Film No.~~ **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 **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 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 **28th** day of **June**, A.D., 19 **65**.

ARNOLD WILLIAMS
Secretary of State

By Deputy Secretary of State.

ARTICLES OF INCORPORATION

OF

WESTERN IDAHO AND EASTERN OREGON 4-H CLUB CAMP, INC.

We, the undersigned, all of full age and citizens of the United States, for the purpose of forming a non-profit corporation, pursuant to the provisions of Title 30, Chapter 10, Idaho Code, do hereby adopt and sign the following Articles of Incorporation.

ARTICLE I

NAME, PLACE, PURPOSE

Section 1. The name of this Corporation shall be, "Western Idaho and Eastern Oregon 4-H Club Camp, Inc."

Section 2. The principal place of business of this Corporation shall be, District Extension Agent Supervisors' Office, Boise, Idaho.

Section 3. The purpose of the Corporation shall be to provide camp facilities to improve the education and health and recreation of the members.

Section 4. This Corporation may perform such acts as are necessary to give effect to the purpose of the Corporation and as may be authorized by the Act under which it is organized, including the power to own, lease, or otherwise acquire title or interests in real and personal property, and to hold title or leasehold rights thereto and to convey or encumber any real or personal property held by said corporation.

Section 5. This Corporation shall be organized on a membership basis and shall not have any capital stock. The rights and interests of all members shall be equal and no member can have or acquire greater interest therein than any other member. Membership certificates can be assigned only by resolution of the Board of Directors and under conditions set forth in the By-laws.

Section 6. This Corporation may act as the agent or representative of any member or members, or of any other association or corporation, or person in any of the above mentioned activities.

Section 7. To do each and everything necessary, suitable or proper for the

accomplishment of any one of the purposes, or the attainment of any one or more of the objects herein enumerated, or conducive to, or expedient for the interest or benefit of the Corporation, and to contract accordingly, and in addition thereto, to exercise and possess all power, rights, and privileges necessary or incidental to the purpose for which the Corporation is organized, or to the activities in which it is engaged, and in addition, any other rights, powers and privileges granted by the laws of the State of Idaho to ordinary corporations save and except as expressly forbidden by the aforementioned Chapter and Title, and to do any and all such things anywhere.

ARTICLE II

PERIOD

The time of commencement of this Association shall be May 1, 1965, and the period of its corporate existence shall be perpetual from and after such date.

In the event it becomes necessary for any reason to disband or discontinue the Central Idaho 4-H Camp Association, Inc., the assets of the corporation shall be returned to the various county 4-H associations. Each county association's share will be in proportion to the amount which has been contributed to the Central Idaho 4-H Camp Association in contributions and usage compared to the total contributions and usage of all counties belonging to the 4-H Club Camp Association Inc.

ARTICLE III

Regular membership of this Corporation shall be composed of County 4-H Club Associations who comply with the By-laws of this Corporation. Each County 4-H Club Association shall be entitled to one regular membership. Each regular membership shall have two votes. These votes will be cast by two official delegates, each delegate having one vote. The member's two official delegates shall be designated by the member association provided only that one of them is from the County Extension staff. The membership fee shall be One (\$1.00) Dollar. Assessments and camping fees shall be set by the Board of Directors for the purpose of covering expenses involved in transacting the business of this Corporation.

Associate membership is open to other groups conducting educational camping activities.

Associate members shall have no vote.

ARTICLE IV

GOVERNMENT

The government of this Corporation shall be vested in a Board of Directors. The Board of Directors shall consist of eight members elected in the manner provided for in the By-laws. The Board of Directors is to be elected at the annual meeting of this Corporation and shall serve for a period of one year, or until their successors are duly elected and qualified. The members of the Board of Directors shall elect their own officers. The officers shall consist of, President, Vice President, Secretary and a Treasurer. The office of Secretary and Treasurer may be combined. All officers shall be members of the Board of Directors except the office of Secretary and/or Treasurer, which need not be. The annual meeting of the Corporation shall be held in January or February each year on a date and at a place designated by the Board of Directors as provided in the By-laws.

The Board of Directors shall have the authority to call a special meeting at any time. Four or more members of the Board shall constitute a quorum.

The officers and Directors of the Corporation at the time of the incorporation shall serve out their terms as provided by the pre-existing organization. The officers and Directors of that organization are elected in accordance with this article.

ARTICLE V

No member or officer of this Corporation shall be personally liable to creditors of the Corporation for any of the debts, liabilities, or obligations of the Corporation.

INCORPORATORS

The names and addresses of the incorporators of the Corporation are:

Frank Callender, Cascade

Frank A. Callender

Don Greenwell, Donnelly

Don A. Greenwell

Cy Radcliffe, Boise, 2313 Claremont Dr.

Cy Radcliffe

Mark Calnon, Boise, 5115 Fairview

Carl Carlson, Caldwell, 520 Albany

Carl H. Carlson

Grant Hall, Caldwell, 1224 Belmont

STATE OF IDAHO)
County of ADA) ss

On this 25th day of June in the year of 1965, before me,
a notary public, personally appeared Frank D. Callender,
Don A. Greenwell, Cy Radcliffe,
Mark D. Calnon, Carl H. Carlson, and
Grant Hall, 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
official seal the day and year first above written.

Evelyn Nystrom
Notary Public for State of Idaho
Residing at Boise, Idaho
My commission expires: October 15, 1966

(SEAL)