

State of Idaho

Department of State

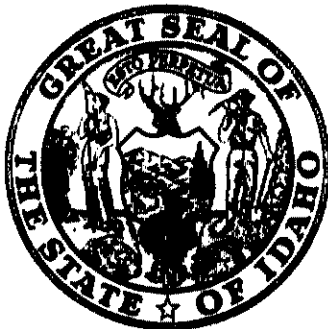
CERTIFICATE OF INCORPORATION OF

TETON VALLEY RECYCLING CENTER, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of TETON VALLEY RECYCLING CENTER, INC. duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: October 30, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

Jonny Coulson
Corporation Clerk

ARTICLES OF INCORPORATION
OF THE
TETON VALLEY RECYCLING CENTER, INC.
[Non-Profit Corporation]

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We, the undersigned residents of the State of Idaho, being eighteen years or more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the Statutes of the State of Idaho.

ARTICLE I

Name

The name of the corporation shall be TETON VALLEY RECYCLING CENTER, INC., and it shall be located in the city of Driggs, County of Teton, State of Idaho at the following address: P.O. Box 229, State Hwy. 33 North, Driggs, Idaho 83422.

ARTICLE II

Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III

Purpose

The business and purpose of this corporation shall be to operate a non-profit recycling center.

ARTICLE IV

Nonstock Corporation

The corporation shall be nonstock and is not organized for a pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, and no part of

its net earnings shall inure to the benefit of any member, director, or individual. The balance, if any, of money received by the corporation from its operation, after the payment in full of all debts and obligations of the corporation of whatever kind or nature, shall be used and distributed exclusively for charitable, scientific and educational purposes.

ARTICLE V

Directors

The number of directors constituting the initial Board of Directors of the corporation is three and the names and addresses of the persons who are to serve as initial directors are as follows:

<u>Name</u>	<u>Address</u>
Moritz O. Bergmeyer	Rt. 1, Box 6330, Alta, WY 83422
Chuck Irwin	Rt. 1, Box 3590, Alta, WY 83422
Michael Delate	631 N., 175 W., Teton, ID 83452

ARTICLE VI

Election of Directors

The manner in which the directors are to be elected by the members is as follows:

A majority vote at the annual meeting of the members.

ARTICLE VII

Corporate Officers and their Functions

The general officers of the corporation shall be president, vice-president, secretary and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and the Board of Directors and to have general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause whatsoever, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation thereto and to such other papers as shall be required or directed to be sealed, and to keep a record of the proceedings of the Board of Directors, and to safely and systematically keep all books, papers, records and documents belonging to the corporation, or in any way pertaining to the business thereof, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits, and property of any and every nature of the corporation which shall come into his hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render such accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to his office, and shall be required by the Board of Directors.

The Board of Directors may provide for the appointment of such additional officers as they may deem for the best interest of the corporation.

Whenever the Board of Directors may so order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors, or as may be prescribed from time to time by the bylaws.

ARTICLE VIII

Election of Officers

The officers shall be elected by the directors, who shall first be elected by the members of the corporation.

ARTICLE IX

Membership Requirements

Any natural person may be admitted to the corporation on application approved by a majority of the then-existing membership, together with his payment of membership fees as might be set by the Board of Directors from time to time. A member may be expelled by the majority vote of the membership and the Board of Directors.

ARTICLE X

Amendments

These articles may be amended in the manner provided by statute at the time of amendment.

ARTICLE X

Incorporators

The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
Moritz O. Bergmeyer	Rt. 1, Box 6330, Alta, WY 83422
Chuck Irwin	Rt. 1, Box 3590, Alta, WY 83422
Michael Delate	631 N. 175 W., Tetonia, ID 83452

ARTICLE XI

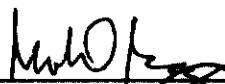
Registered Agent and Office

The name and address of the registered agent is Michael Delate, 631 N., 175 W. Tetonia, ID 83452.

The address of the registered office of the corporation is 631 N., 175 W., Tetonia, ID 83452.

Any mail should be addressed to the above named agent at Box 14, Driggs, Idaho 83422.

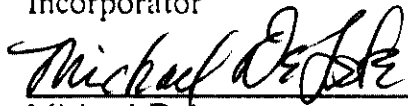
DATED this 28 day of October 1991.



Moritz O. Bergmeyer
Incorporator



Chuck Irwin
Incorporator



Michael Delate
Incorporator