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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
BOISE STATE BRONCOS, INC.**

In compliance with the requirements of the "Idaho Nonprofit Corporation Act," Idaho Code §§ 30-3-1, et seq., the undersigned, who is of lawful age, has this day voluntarily associated for the purpose of forming a corporation not for profit, and does hereby certify as follows:

ARTICLE I - NAME

The name of the corporation is "Boise State Broncos, Inc."

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSES

This corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, including but not limited to providing public input and capital support for Boise State University Athletics and the transaction of any lawful activity consistent with the foregoing purposes.

ARTICLE IV - MEMBERS

The corporation shall have members. In accordance with Idaho law, including but not limited to Idaho Code § 3-30-11(20), the members of the corporation shall be collectively referred to as the "shareholders", and each singly as a "shareholder."

ARTICLE V - INITIAL REGISTERED OFFICE

The initial registered office of the corporation is located at 250 S. 5th Street, Suite 660, Boise, Idaho 83702.

ARTICLE VI - INITIAL REGISTERED AGENT

The initial registered agent of the corporation, whose address is the same as that of the initial registered office of the corporation is Darin DeAngeli.

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ARTICLE VII - BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors. The number of members of such Board of Directors shall be fixed from time to time in accordance with the Bylaws, but at no time shall the Board of Directors have less than three (3) members. Each Director of the Corporation shall at all times be a shareholder of the corporation. The names and addresses of the persons who are to act as the initial Board of Directors of the corporation, to serve until their successors have been selected, are:

Darin DeAngeli
250 S. 5th Street, Suite 660
Boise, Idaho 83702

Donna Baker Purdy
250 S. 5th Street, Suite 660
Boise, Idaho 83702

Kevin M. Chen
250 S. 5th Street, Suite 660
Boise, Idaho 83702

The selection process for Directors (other than the members of the Board of Directors who are designated above) as well as Director terms, removal and duties, shall be provided for in the Bylaws of the corporation.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of the corporation are as follows:

Darin DeAngeli
250 S. 5th Street, Suite 660
Boise, Idaho 83702

ARTICLE IX - DISSOLUTION

The corporation may be dissolved upon the affirmative vote of two-thirds (2/3) of the members of the Board of Directors of the corporation then fixed by the Bylaws, or the shareholders holding two-thirds (2/3) of the outstanding shares of the corporation, entitled to vote such vote being taken at a meeting of the Board of Directors or shareholders called for that purpose, or upon the written consent of all members of the Board of Directors or all shareholders of the corporation. Upon the dissolution or other termination of the corporation, no part of the

property of the corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the Directors or shareholders of the corporation, but all such property and proceeds shall, subject to the discharge of valid obligations of the corporation and to applicable provisions of law, be distributed, to Boise State University for its athletics programs or if none exist then to Boise State University for its general purposes, or if Boise State University is not then in existence, then as directed by the Board of Directors of the corporation, to or among any one or more corporations, trusts, community chests, funds or foundations described in § 501(c)(3) of the Internal Revenue Code or any successor provisions. Any such assets not so disposed of shall be disposed of by the District Court of the district in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for charitable purposes under § 501(c)(3) of the Internal Revenue Code.

ARTICLE X - AMENDMENTS


Amendments to these Articles shall require the affirmative vote of two-thirds (2/3) of the members of the Board of Directors of the corporation then in office voting at a special meeting of the Board of Directors called for that purpose in accordance with Idaho Code § 30-3-91 and approved by the shareholders holding two-thirds (2/3) of the shares of the corporation at a special meeting of the shareholders called for that purpose in accordance with Idaho Code § 30-3-91.

ARTICLE XI - RESTRICTIONS

Pecuniary profit is not the object or purpose of this corporation. The corporation is organized and shall be operated exclusively for charitable purposes within the meaning of § 501(c)(3) of the Internal Revenue Code. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

The property of the corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer or shareholder thereof or to the benefit of any private person.

IN WITNESS WHEREOF, the undersigned incorporator of said Corporation has executed these Articles of Incorporation this 12th day of March, 2013.



Darin DeAngeli

STATE OF IDAHO)
 : ss.
COUNTY OF ADA)

On this 12th day of March, 2013, before me, the undersigned, a Notary Public in and for said State, personally appeared Darin DeAngeli, known or identified to me to be the person whose name is subscribed in the instrument, and 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 in this certificate first above written.

(SEAL)



Victoria Fuhrman
Notary Public for Idaho
Commission expires: 12.6.17