

State of Idaho

Department of State

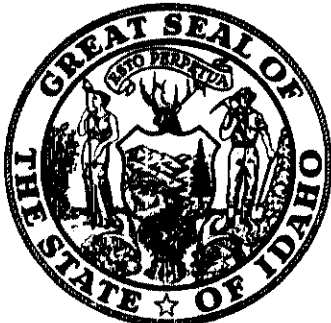
CERTIFICATE OF INCORPORATION OF

PANHANDLE OFF-ROAD VEHICLE ASSOCIATION, 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 PANHANDLE OFF-ROAD VEHICLE ASSOCIATION, 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: September 15, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION

OF

PANHANDLE OFF-ROAD VEHICLE ASSOCIATION. ~~1993~~ 3 24 PM '93

The undersigned, acting as an incorporator of ~~a corporation~~ under the Idaho Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Panhandle Off-Road Vehicle Association, Inc., a non-profit corporation, pursuant to Idaho Code Section 30-3-1, et seq.

SECOND: The purpose or purposes for which the corporation is organized are:

The transaction of any or all lawful business for which corporation may be incorporated under the Idaho Business Corporation Act, including, but not limited to, conduct as a recreational off-road vehicle association.

THIRD: The corporation shall have members who shall be subject to qualification and voting as set forth in the bylaws of the corporation. The management of the affairs of the corporation shall be vested in the Board of Directors.

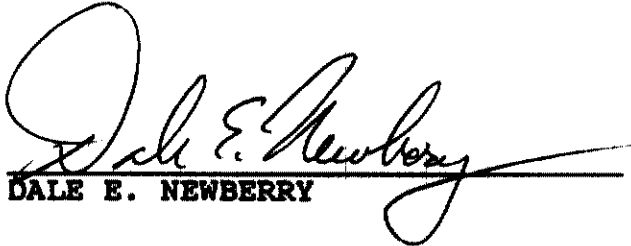
FOURTH: The address of the initial registered office of the corporation is Dale E. Newberry, 715 Camas Street, Moscow, Idaho 83843, and the name of its initial registered agent at such address is Dale E. Newberry.

FIFTH: The corporation's duration shall be perpetual. Upon dissolution, the assets of the corporation shall be distributed in accordance with I.C. §§ 30-3-109, 30-3-114, and 30-3-115. If after distributions are made, pursuant to the laws of the state of Idaho, any assets remain, said assets shall be distributed only to another organization which qualifies under Section 501(c) of the Internal Revenue Code.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is seven (7) and the names and addresses of the persons who are to serve as the Directors until the first annual meeting until successors are elected and shall qualify are:

See Exhibit "A" attached hereto and incorporated herein by reference.

SEVENTH: The name and address of the incorporator is:
Dale E. Newberry, 715 Camas Street, Moscow, Idaho 83843.
DATED This 31 day of August, 1993.


DALE E. NEWBERRY

STATE OF IDAHO,)
 : ss
County of Latah.)

On this 31 day of August, 1993, before me, the undersigned, a Notary Public for Idaho, personally appeared Dale E. Newberry, known or identified to me to be the person whose name is subscribed to the foregoing instrument and who 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.



Notary Public for Idaho
Residing at: Moscow Idaho
Commission expires: 10/20/94

Exhibit "A"

Bruce Spangler

**1311 Kouse Street
Moscow, ID 83843**

Cameron Walker

**Route 2 Box 138
Kendrick, ID 83573**

Michael E. Ratchford

**615 South Adams Street
Apartment 4
Moscow, ID 83843**

Troy Joiner

**Box 34
Fernwood, ID 83840**

Marv Trout

**Box 96
Troy, ID 83871**

Ron Williams

**P.O. Box 283
Troy, ID 83871**

Dale Newberry

**715 Camas
Moscow, ID 83843**

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 10-10-01 BY 60321
UCB