

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

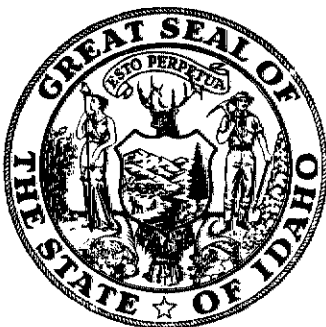
CLEARWATER KAYAKING CLUB, INC.

File number C 109727

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 CLEARWATER KAYAKING CLUB, 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: March 9, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*Mrs. Siskel*

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SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
CLEARWATER KAYAKING CLUB, INC.  
(A NONPROFIT CORPORATION)

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

I. NAME

The name of the corporation is: Clearwater Kayaking Club, Inc.

II. NONPROFIT STATUS

The corporation is an Idaho nonprofit corporation organized under the provisions of the Idaho Nonprofit Corporation Act.

III. DURATION

The period of the Corporation is perpetual.

IV. REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is Rural Route 1 Box 132 Kooskia, Idaho, 83539 and the name of the initial registered agent at this address is Dawn Benner.

V. PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

1. To instruct young people in the sport of whitewater kayaking and other river sports, to promote safe participation and healthy and sportsmanlike competition in such sports by young people and to promote a use of the natural environment upon which these sports depend consistent with the charitable and educational goals of the Corporation.

1 • ARTICLES OF INCORPORATION OF  
CLEARWATER KAYAK CLUB, INC.

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2. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

It is expressly provided that the above and foregoing enumeration of powers, purposes and objects of the corporation shall not be exclusive nor limit or restrict the general powers of the corporation as allowed by the laws of the State of Idaho.

## VI. LIMITATIONS

No assets or property of any nature owned or held in any way by this corporation shall inure to the benefit of any individual or person who is a member of or any way related to the members of this corporation, except that the corporation shall be authorized and empowered to pay a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III herein.

No substantial part of the activities legislation, and the corporation shall be the carrying on of propaganda, or otherwise to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

## VII. MEMBERS

This corporation is not a membership organization. The Corporation shall be governed by a Board of Directors, who will serve as trustees of this corporation, in administering corporation funds pursuant to the purposes of the corporation.

## VIII. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of directors serving on the Board shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be determined in the manner and for the term provided in the Bylaws of the Corporation.

The names and addresses of the persons constituting the initial Board of Directors are:

Dawn Benner, Rural Route 1 Box 132, Kooskia, Idaho 83539

Bart Stryhas, Rural Route 1 Box 132, Kooskia, Idaho 83539

Bonnie Schonefeld, Route 1, Box 195, Kooskia, Idaho 83539

#### IX. DISSOLUTION

In the event of the dissolution of the Corporation, the Board of Directors shall, after making provision for the payment of all liabilities of the Corporation, distribute the assets to an Idaho, Non-Profit Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, with corporate purpose similar or related to those set forth in Article IV above, and as may be selected by the Board of Directors.

#### X. INCORPORATOR

The name and address of the incorporator is Dawn Benner.


#### XI. BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

#### XII. AMENDMENTS

These articles may be amended by the affirmative vote of a majority of the directors of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this 9<sup>th</sup> day of <sup>March, 1995</sup>~~August, 1994~~.

  
Dawn Benner

STATE OF IDAHO    )  
                              )ss.  
County of Ada        )

On this 9<sup>th</sup> day of March, 1995, before me, the undersigned Notary Public to and for said State, personally appeared Dawn Benner, known to me to be the person whose name is subscribed to 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 the certificate first above written.

Debi C. Prosher  
Notary Public for Idaho  
My Commission Expires: 11-8-95