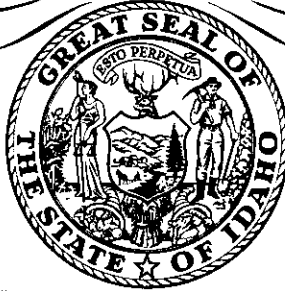


State of Idaho



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

WEISER LIONS ENDOWMENT FUND, INC.

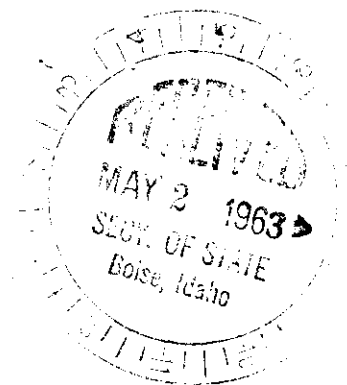
was filed in the office of the Secretary of State on the **Second** day of **May** A. D. One Thousand Nine Hundred **Sixty-three** and is duly recorded on Film No. **123** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by 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 **Weiser** in the County of **Washington** 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 **2nd** day of **May**, A.D., 19**63**.

Secretary of State.

ARTICLES OF INCORPORATION
OF
WEISER LIONS ENDOWMENT FUND, INC.



KNOW ALL MEN BY THESE PRESENTS: That we, ROD POYNOR, ROBERT NIELAND, REUBEN KAUTZ, NORMAN HACK and JOHN PENNINGTON, each of whom is a citizen of the United States of America, over the age of twenty-one years and a resident of the State of Idaho, desiring to form a corporation under and by virtue of the laws of the State of Idaho, do hereby associate ourselves together for said purpose and execute, acknowledge, adopt and file the following Articles of Incorporation:

ARTICLE I.

The name of this corporation shall be WEISER LIONS ENDOWMENT FUND, INC.

ARTICLE II.

The names and addresses of the persons so associating themselves together for the purposes aforesaid are: Rod Poynor, Robert Nieland, Reuben Kautz, Norman Hack and John Pennington, all of whom reside and have their Post Office address at Weiser, Idaho;

ARTICLE III.

That the general nature of the business to be transacted by this corporation and the objects and purposes for which this corporation are formed are as follows:

To operate as a brother organization to the Weiser Lions Club, an association; to receive moneys from said Weiser Lions Club, and to engage in activities and programs for the purpose of obtaining further moneys to be used solely by said Weiser Lions Endowment Fund, Inc., for the purpose of furthering the conservation of sight and for the further purpose of making expenditures as from time to time in the discretion of the Board of Directors of said corporation for civic improvements for the benefit of the citizens of the City of Weiser, Idaho;

LAW OFFICES
DONART, GUNN & WESTON
WEISER, IDAHO

ARTICLE IV.

The principal place of business and registered office of this corporation shall be Weiser, Idaho;

ARTICLE V.

This corporation shall have no capital stock but shall recognize as members of this corporation all such persons who hold an official membership card in good standing from the International Association of the Lions Club and particularly the Weiser Lions Club;

ARTICLE VI.

That the government and management of the business affairs of this corporation shall be vested in a Board of thirteen (13) Directors and that

Robert Nieland
Reuben Kautz
Wayne Stephens
Don Worthington
Jim Smith
Norman Hack
Bob Farley
Bill Miller

Walt Kerfoot
Jim Keith
Larry Ditzler
Ken Dahlberg
Harry Reeves

shall constitute the first Board of Directors of this corporation and shall hold their offices as such until their successors are elected and qualified;

ARTICLE VII.

The Directors, as well as the members, shall have power to make prudential By-Laws as they may deem proper for the management of this corporation, not inconsistent with the general By-Laws of the corporation and power is hereby conferred upon the Board of Directors by a two-thirds vote of said Directors to repeal and/or amend the general By-Laws of the corporation and to adopt new general By-Laws;

ARTICLE VIII.

The time of commencement of this corporation shall be the date on which a copy of these Articles of Incorporation is filed in the Office of the Secretary of State of the

LAW OFFICES
DONART, GUNN & WESTON
WEISER, IDAHO

State of Idaho, and in the Office of the County Recorder of Washington County,
Idaho, and this corporation shall be perpetual.

IN WITNESS WHEREOF, The said parties have hereunto set their hands and seals
this 17th day of April, 1963.

Paul Boyer (SEAL)

Robert Nieland (SEAL)

Dee Ben Sandy (SEAL)

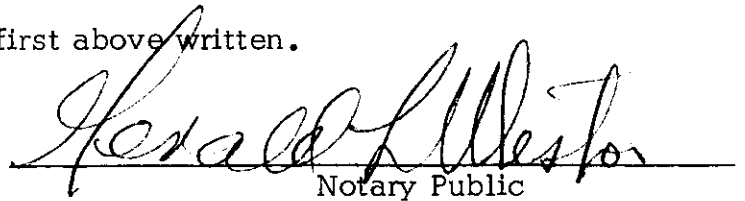
Norman Back (SEAL)

John Pennington (SEAL)

STATE OF IDAHO)
 : ss.
County of Washington)

On this 17th day of April, 1963, before me, the undersigned, a Notary Public in and for said State, personally appeared ROD POYNOR, ROBERT NIELAND, REUBEN KAUTZ, NORMAN HACK and JOHN PENNINGTON, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year in this certificate first above written.


Notary Public
Residing at Weiser, Idaho.