



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

IDAHO FALLS SKI CLUB, INC.

was filed in the office of the Secretary of State on the **First** day
of **April** A. D. One Thousand Nine Hundred **Sixty-five** and
will be duly recorded on **Film No. microfilm** 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

Idaho Falls, in the County of **Boiseville**,
and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooper-
ative 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 **1st** day of **April**
A.D., 19**65**.

Secretary of State

ARTICLES OF INCORPORATION

OF

IDAHO FALLS SKI CLUB, INC.

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WE, THE UNDERSIGNED, Being natural persons of full age and citizens of the United States, hereby incorporate ourselves as a non-profit, cooperative association under the Nonprofit Cooperative Associations Law of the State of Idaho [Sections 30-1001ff. I.C.].

ARTICLE I

The name of this association shall be IDAHO FALLS SKI CLUB, INC.

ARTICLE II

The purposes of the association are to do any or all things permitted by law, to the same extent as natural persons might, to further the sport of skiing. Such purposes shall include--without being limited to--the following:

- a. Aiding and encouraging the development of skiing proficiency.
- b. Conducting group outings and training programs for the purpose of familiarizing members and their families and friends with the basic elements of skiing.
- c. Encouraging cooperation with and assistance to other Nonprofit Cooperative Ski and Mountaineering Associations and Corporations.
- d. Conducting expeditions to ski areas.
- e. Sponsoring fund-raising projects (e. g., lectures, films, sales of equipment).
- f. Holding, acquiring, leasing and conveying real and personal property, insofar as the same might be deemed necessary or expedient in conducting the affairs of the association.
- g. Borrowing and raising money for any of the purposes

of the association (without limit as to amount) and in connection therewith to grant collateral or other securities, either alone or jointly with any other person, firm, or corporation and to make and issue promissory notes and other evidence of indebtedness; and to lend and advance money, extend credit, take notes, open accounts and every kind of indebtedness or collateral security in connection therewith.

h. And, in general, to do any and all things and to exercise any and all powers which may now or hereafter be lawful for the association to do or exercise, under and in pursuance of the Nonprofit Cooperative Associations Law of the state of Idaho, or of any other law which might be now or hereafter applicable to the association.

ARTICLE III

The duration of the association shall be perpetual.

ARTICLE IV

The location and post office address of the registered office of the association shall be Cambridge Law Center, 690 Cambridge Drive, Idaho Falls, Idaho, but meetings of the board of directors and of any executive committee thereof, may be held at such registered office or at such other place within or without this state, for the transaction of any business of the corporation, as the directors may, by resolution or bylaw, provide.

ARTICLE V

The number and qualifications of members, terms and conditions of membership, fees or assessment of dues to carry on the business of the association, and other regulations consistent with the purposes of the association and not repugnant to the constitution and laws of the state of Idaho or of the United States, shall be as the bylaws might prescribe.

The rights and interests of all members of the association shall be equal, and no member may have or acquire a greater interest therein than any other member. No capital stock shall be issued,

but a membership certificate shall be issued to each member, which certificate cannot be assigned so as to entitle a transferee thereof to become a member of the association, except by resolution of the board of directors and under such regulations as the bylaws might prescribe.

ARTICLE VI

The association is not organized for pecuniary profit and no part of its net earnings shall inure to the benefit of any member, director, or individual. The balance of all money received by the association for its operations, after the payment in full of all debts and obligations of the association, shall be held, used, or distributed, exclusively for educational, scientific, and charitable purposes.

In the event of the dissolution of the association, all of the assets of the association shall be distributed to such nonprofit educational, scientific, or charitable corporation, or municipal corporation, as the board of directors might select.

ARTICLE VII

The name and address of each of the incorporators, residing at Idaho Falls, Idaho, is:

ROBERT E. OLIVER
JAMES E. THOMPSON
JANET C. THOMPSON
SHIRLEY MORROW
ROBERT F. MULL

1070 Homer Avenue
1880 Santalema Drive
1880 Santalema Drive
786 Jeri Avenue
370 Linden Drive

ARTICLE VIII

Subject to the power of the members to make, amend, or repeal bylaws, the board of directors may amend or repeal them, or adopt new ones, provided, that bylaws made by the board of directors may be amended or repealed, either by a majority vote of the board of directors, or by a vote of two-thirds of the members present at any regular meeting, or at a special meeting called for such purpose.

Executed in triplicate, at Idaho Falls, Idaho, this March 23,
1965.

Robert E. Oliver

ROBERT E. OLIVER

James E. Thompson

JAMES E. THOMPSON

Shirley Morrow

SHIRLEY MORROW

Janet C. Thompson

JANET C. THOMPSON

Robert F. Mull

ROBERT F. MULL

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STATE OF IDAHO

COUNTY OF BONNEVILLE

On this March 23, 1965, before me personally appeared ROBERT E. OLIVER, JAMES E. THOMPSON, JANET C. THOMPSON, SHIRLEY MORROW and ROBERT F. MULL, each known to me to be one of the persons whose names are subscribed on the foregoing instrument and each acknowledged to me that he executed the same.

Reginald R. Reeves
REGINALD R. REEVES
Notary Public
Cambridge Law Center
Idaho Falls, Idaho

