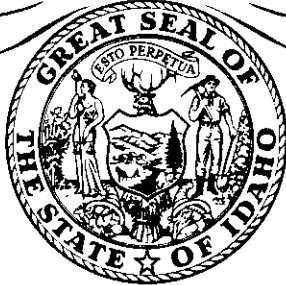


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

PETE T. CEMARRUSA

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

WESTERN IDAHO RACING ASSOCIATION AUXILIARY, INC.

was filed in the office of the Secretary of State on the **fifteenth** day of **April** A. D. One Thousand Nine Hundred **seventy-one** and **to be** ~~microfilm~~ **microfilm** duly recorded on Film No. _____ 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 **Meridian, Idaho** in the County of **Ada** 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 **15th** day of **April**, A.D., **1971**.

Secretary of State.

ARTICLES OF INCORPORATION

OF

WESTERN IDAHO RACING ASSOCIATION AUXILIARY, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, five or more natural persons of full age, at least two-thirds of whom are citizens of the United States or of its territories, incorporated or unincorporated, or possessions, and all of whom are bona fide residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho, and do hereby certify, adopt, sign and acknowledge these Articles of Incorporation, as follows:

I.

That the name of this corporation shall be WESTERN IDAHO RACING ASSOCIATION AUXILIARY, INC.

II.

The corporate existence of this corporation shall be perpetual.

III.

The place where the principal business of this corporation shall be transacted in Meridian, Ada County, Idaho, and the location and Post Office address of its registered office shall be Meridian, Ada County, Idaho; meetings of Directors may be held either within or without the State of Idaho.

IV.

This corporation shall be non-stock and no dividends or pecuniary profits shall be declared to the members thereof.

JACK C. RIDDLEMOSE
Attorney at Law

Box 373
719 E. 1st Street,
Meridian, Idaho 83642

V.

The duties of the officers, in no way contrary to the laws of the State of Idaho, shall be fixed by the Board of Directors.

VI.

The officers shall be elected in such manner as may be directed by resolution of the Board of Directors, and shall hold office for one year and until their successors have been elected and duly qualified. The Board of Directors shall be elected at the annual meeting of the membership in good standing, and shall hold office for one year.

VII.

The membership dues shall be fixed annually by the Board of Directors at their first meeting after January 1st, and shall remain as fixed by said Board during the ensuing year, and all members who have paid the assessed membership dues for said year shall be considered members in good standing in this club.

VIII.

Membership in this corporation shall consist of all persons of good character and repute who are willing to subscribe to the objects of this association and its code of ethics.

IX.

That the purposes for which this corporation is formed are as follows:

- a. To promote and support the sport of stock car racing.
- b. To cooperate with, promote and support the activities of the Western Idaho Racing Association.
- c. Engage in fund raising activities consistent with the purposes of the corporation.

d. To engage in and perform any and all other activities permitted by law.

e. To buy, sell, trade or acquire in any manner real and personal property; to let or lease, mortgage or pledge any and all such real or personal property as it may own, and to borrow or lend money, extend credit and to do any and all things necessary, expedient and advantageous in connection with the furthering of the above purposes, not contrary to the laws of the State of Idaho.

X.

The rights and interests of all members shall be equal and no member can have or acquire a greater interest therein than any other member. This corporation shall issue membership certificates to each member thereof, which certificates can not be assigned so that the transferee thereof can, by such transfer, become a member of the Association, except by resolution of the Board of Directors and under such regulation as the by-laws may prescribe.

IN WITNESS WHEREOF, WE, the undersigned, incorporators, have hereunto set our hands this 14th day of April, 1971.

Jeri Mason
JERI MASON Boise, Ida.

Deanna Hudson
DEANNA HUDSON Boise, Ida.

Pat Gibson
PAT GIBSON Boise, Ida.

Denise Crow
DENISE CROW Boise, Ida.

Linda Mitich
LINDA MITICH - Meridian, Idaho

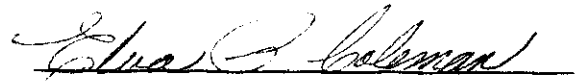
STATE OF IDAHO

ss.

County of Ada

On this 14th day of April, 1971, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared JERI MASON, DEANNA HUDSON, PAT GIBSON, DENISE CROW, and LINDA MITICH, 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 official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residing at Meridian, Idaho

JACK C. RIDDLEMOSE
Attorney at Law

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Meridian, Idaho 83642