

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
MIDDLE FORK OUTFITTERS ASSOCIATION, INC.

11 MAY -9 PM 4:18
SECRETARY OF STATE
STATE OF IDAHO

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"):

Article I
Name

The name of the Corporation is Middle Fork Outfitters Association, Inc.

Article II
Nonprofit Status

The Corporation is a nonprofit corporation formed under the Act and is not organized for profit.

Article III
Period of Duration

The period of duration of the Corporation is perpetual.

Article IV
Registered Office and Agent

The location of the Corporation is in the City of Salmon, Idaho. The address of the initial registered office is P.O. Box 1415, 44 Wagon Wheel Road Salmon, Idaho 83467. The Registered Agent of the Corporation is Robert Volpert.

Article V
Purposes

The purposes for which the Corporation are organized are educational and professional within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 (the "Code"), as amended, including, but not necessarily limited to, the following:

- A. To provide information that will enhance the experience of visitors to Idaho's Middle Fork of the Salmon River.
- B. To provide information about access to Idaho's Middle Fork of the Salmon River.

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C. To improve general business conditions and promote the interests of its members who provide river trips, fishing and other recreation opportunities on Idaho's Middle Fork of the Salmon River.

D. Work in partnership with other organizations and government entities to help conserve and protect the resources and attributes of the Middle Fork of the Salmon River and Canyon.

E. Any other lawful purpose under the Act and/or the Code.

Article VI **Members**

The Corporation shall be a membership corporation with membership rights and requirements as set forth in the Corporation's Bylaws. The Corporation shall not issue capital stock or certificates evidencing shares of capital stock or membership.

Article VII **Board of Directors**

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Directors shall be elected 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:

<u>NAME</u>	<u>ADDRESS</u>
Dirk Gibson	15 Spring View Lane, Great Falls, MT 59404
Grant Porter	12410 N. Humphreys Way, Boise, ID 83714
Brent Estep	P.O. Box 6192, Ketchum, ID 83340
Greg McFadden	P.O. Box 823, McCall, ID 83638

Article IIX **Indemnity**

The Corporation shall indemnify Officers and Directors of the Corporation to the fullest extent permitted under the Act.

Article IX **Distribution on Dissolution**

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the

Corporation consistent with the Act and the purposes of the Corporation. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

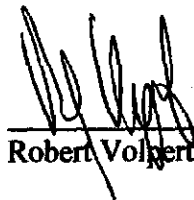
Article X
Incorporator

The name and street address of the incorporator is Robert Volpert, P.O. Box 1415, 44 Wagon Wheel Road Salmon, Idaho 83467.

Article XI
Bylaws

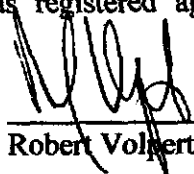
Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 18 day of APRIL, 2011.



Robert Volpert, Incorporator

Appointment of the undersigned as registered agent for the Corporation is hereby acknowledged and accepted:



Robert Volpert, Registered Agent