

Boise Climbing Association, Inc.

Articles of Incorporation

Article I  
Name

The name of the corporation is Boise Climbing Association, Inc.

Article II  
Purpose

The corporation is organized for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") with the following objectives:

- (a) To advocate for climbers on issues regarding access, impact, and other climbing related matters;
- (b) To promote low impact, environmentally sensitive, safe climbing practices;
- (c) To foster communication among local climbers and to serve as a voice for the climbing community;
- (d) To recognize that the achievement of the above objectives depends upon the participation of the climbing community;
- (e) To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes;
- (f) To engage in any and all other lawful purposes, activities and pursuits, and which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Code and are consistent with those powers described in the Idaho Nonprofit Corporation Act, as amended and supplemented.
- (g) To solicit and receive contributions, purchase, own, and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

Article III  
Directors

The names and addresses of the persons who are to serve as initial directors of the corporation are:

Rob Sterling, 4307 Stargazer Place, Boise, ID 83716  
Mike Lanza, 2615 Bella St., Boise, ID 83702  
Derek Stone, Box 8423, Boise, ID 83707  
Jason Kreizenbeck, 3314 N. 32nd St., Boise, ID 83703  
Doug Colwell, 2266 Scyene Way, Boise, ID 83712

Article IV  
Registered Agent

The street address of the registered office of the corporation is 4307 Stargazer Place, Boise, Id 83716, and the name of its registered agent at that address is Rob Sterling.

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**Article V  
Incorporator**

The name and address of the Incorporator is: Rob Sterling, 4307 Stargazer Place, Boise, ID 83716

**Article VI  
Members**

The Corporation shall not have members.

**Article VII  
Distribution of Assets on Dissolution**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated and operated exclusively for such purposes.

**Article VIII  
Dividends/Political Activities**

No part of the net earnings of the corporation shall inure to the benefit or, or be distributable to its trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, 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 Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

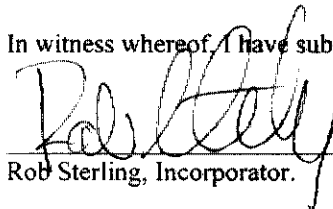
**Article IX  
Bylaws**

The Board of Directors shall adopt bylaws for regulating and managing the affairs of the corporation. The bylaws may be amended in any manner not inconsistent with law and these Articles of Incorporation from time to time by resolution of the board of directors.

**Article X  
Indemnification**

The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Nonprofit Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Nonprofit Corporation Act permitted the corporation to provide prior to such amendment).

In witness whereof, I have subscribed these Articles of Incorporation this 22nd day of September, 1999.

  
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Rob Sterling, Incorporator.