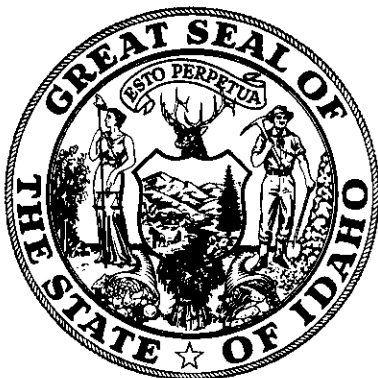# State of Idaho

Department of State

CERTIFICATE OF INCORPORATION
OF

KELLY CANYON SKI SCHOOL, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.
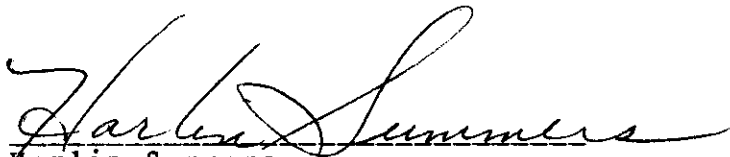
Dated: **December 24, 1985**

SECRETARY OF STATE

by:_____

ARTICLES OF INCORPORATION

OF

KELLY CANYON SKI SCHOOL, INC.

1. The name of the corporation is Kelly Canyon Ski School, Inc.

2. The period of its duration is perpetual.

3. The purposes for which the corporation is organized is for ski instruction and all other business not forbidden by law.

4. The corporation shall have authority to issue 50,000 shares, all of one class, no par value.

5. The address of the corporation's initial registered office is P.O. Box 2780, 1820 E. 17th Street, Suite 340, Idaho Falls, Idaho 83401. The registered agent is Kent E. Whittington, Esq.

6. The number of directors constituting its initial board of directors of the corporation is two (2), whose names and addresses are:

Harlin Summers
165 N. Morningside Dr.
Idaho Falls, ID 83402

Margaret Summers
165 N. Morningside Dr.
Idaho Falls, ID 83402

7. The names and address of the incorporators are Harlin Summers and Margaret Summers, who reside at 165 N. Morningside Dr., Idaho Falls, ID 83402 (Bonneville County).

DATED December 23, 1985.

_____
Harlin Summers

_____
Margaret Summers

CONSENT FOR USE OF SIMILAR NAME

Kelly Canyon Ski Hill, Inc. does hereby consent to the use of the name "Kelly Canyon Ski School, Inc." by the corporation of that name heretofore to be formed and incorporated under the laws of the State of Idaho by Harlan Summers and Margaret Summers, its initial incorporators.

DATED this 23rd day of December, 1985.

KELLY CANYON SKI HILL, INC.

By: _____
Rex Meikle
President