

State of Idaho



Department of State.

CERTIFICATE OF AMENDMENT OF ARTICLES 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

MIDDLEFORK RANCH, INC.

a corporation organized and existing under and by virtue of the laws of the State of Idaho, filed in this office on the **Twenty-first** day of **August**, 19 **64**

original articles of amendment, as provided by Sections 30-146, 30-147 and 30-149, Idaho Code, amending ARTICLE IV, changing principal place of business from Challis, Custer County to Salmon, Lemhi County; ARTICLE II, by inserting Selway River in lieu of Middlefork of Salmon River; ARTICLE V, decreasing authorized number of shares to 120 of no-par-value; and ARTICLE I, changing corporate name to:

SELWAY WILDERNESS RANCH, INC.

and that the said articles of amendment contain the statement of facts required by law, and are recorded on Film No. **129** of Record of Domestic Corporations of the State of Idaho.

I THEREFORE FURTHER CERTIFY, That the Articles of Incorporation have been amended accordingly.

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 **21st** day of **August**,
A. D., 19 **64**.

Secretary of State

ELAM, BURKE, JEPPESEN AND EVANS
ATTORNEYS AT LAW
1010 BANK OF IDAHO BUILDING
P. O. BOX 1868
BOISE, IDAHO 83701

CONSENT TO AMEND ARTICLES OF INCORPORATION

We, the undersigned; being all of the incorporators of Middlefork Ranch, Inc., a corporation whose Certificate of Incorporation was filed in the office of the Secretary of State of the State of Idaho on the 7th day of April, 1964, and whose Corporation License, #6067, was issued on the same day, hereby request and consent that the Articles of Incorporation of Middlefork Ranch, Inc., be amended by striking out the words "Middlefork Ranch, Inc.," in Article I and inserting in lieu thereof "Selway Wilderness Ranch, Inc." by striking out the words "Middlefork of the Salmon River" in Article II (1) and inserting in lieu thereof "Selway River," by striking out the words "P. O. Box 308, Challis, Idaho" in Article IV and inserting in lieu thereof "P. O. Box 323, Salmon, Idaho," and by striking out the words and figures "one hundred twenty-one (121)" in Article V and inserting in lieu thereof "one hundred twenty (120)" so that said Articles of Incorporation as amended will read as the attached copy of Amended Articles of Incorporation; and

We further certify that such amendments have been approved in writing by the undersigned, who are all of the subscribers to the capital stock of said corporation.

Dated this 14 day of Aug, 1964.

Howard M. Smith
William R. Smith
Edward H. Smith

1 AMENDED ARTICLES OF INCORPORATION

2
3 KNOW ALL MEN BY THESE PRESENTS:

4 That we, the undersigned, all being of full age and
5 citizens of the United States, have this day associated ourselves
6 together for the purpose of forming a corporation under the laws
7 of the State of Idaho and do hereby adopt Articles of Incorporation
8 as follows:

9 ARTICLE I: The name of the proposed corporation is
10 SELWAY WILDERNESS RANCH, INC.

11 ARTICLE II: The purposes of the corporation are as
12 follows:

13 (1) To acquire, purchase, hold and lease real
14 property and any interest or right therein along the Selway
15 River in the State of Idaho, to operate and manage such real
16 property, and to sell, exchange, lease, mortgage or pledge said
17 properties or interests therein as may from time to time be
18 necessary, useful, or advantageous for the purposes of this
19 corporation.
20

21 (2) To engage in any business whatsoever, either as
22 principal or as agent or both, which the corporation may deem
23 convenient or proper in furtherance of any of the purposes
24 herein above mentioned or otherwise; and to have and to exercise
25 all powers authorized by the laws of the State of Idaho under
26 which the corporation is formed, whether expressly set forth in
27 this article or not, as such laws are now in effect or may at
28 any time hereafter be amended or enacted.
29
30
31
32

1 ARTICLE III: The duration of the corporation is
2 perpetual.

3 ARTICLE IV: The location and post office address of
4 the corporation is P. O. Box 323, Salmon, Idaho, that the said
5 business address may be changed from time to time by resolution
6 of the Board of Directors of the corporation.
7

8 ARTICLE V: The total authorized number of shares is
9 one hundred twenty (120) which shares shall have no par value
10 and shall be non-assessable.

11 ARTICLE VI: The names and post office address of each
12 of the incorporators and the number of shares subscribed by
13 each are as follows:
14

15 HOWARD W. GUTH, P. O. Box 323, Salmon, Idaho,
16 1 share,

17 NORMAN H. GUTH, P. O. Box 323, Salmon, Idaho,
18 1 share,

19 WILLIAM R. GUTH, P. O. Box 323, Salmon, Idaho,
20 1 share.

21 ARTICLE VII: The method and manner of holding directors
22 meetings and stockholders meetings, the authority and duties
23 of each of the officers of the corporation, and all other
24 matters for management and control of the corporation shall
25 be determined by the By-Laws of the corporation and by the
26 laws of the State of Idaho.

27 ARTICLE VIII: These articles may be amended in any
28 respect conformable to the laws of the State of Idaho by the
29 vote of the required percentage of stockholders as required
30
31
32

ELAM, BURKE, JEPPESEN AND EVANS
ATTORNEYS AT LAW
1010 BANK OF IDAHO BUILDING
P. O. BOX 1868
BOISE, IDAHO 83701

1 by the laws of the State of Idaho, in a meeting of stockholders
2 called for that purpose as prescribed by law.

3 IN WITNESS WHEREOF, we have hereunto set our hands
4 and seals this 7th day of Aug, 1964.

6 Howard W. Guth

8 William R. Guth

10 Norman H. Guth

12 STATE OF IDAHO)
13 County of Ada : ss.

14 On this 18th day of August, 1964, before
15 me, the undersigned, a Notary Public in and for said State,
16 personally appeared HOWARD W. GUTH, NORMAN H. GUTH, and
17 WILLIAM R. GUTH, known to me to be the persons whose names are
18 subscribed to the foregoing instrument and acknowledged to me
19 that they executed the same.

21 IN WITNESS WHEREOF, I have hereunto set my hand and
22 affixed my official seal the day and year in this certificate
23 first above written.

25 Byron J. Johnson
26 Notary Public for Idaho
27 Residing at