State of Idaho

Department of State

CERTIFICATE OF INCORPORATION

OF

CROSSEVEN RANCHES 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 CROSSEVEN RANCHES INC. duly signed pursuant to the provisions of the Idaho Nonprofit 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: March 26, 1992

SECRETARY OF STATE

By _____

ARTICLES OF INCORPORATION
OF

CrosSeven Ranches Inc.
A nonprofit corporation.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are residents and citizens of the State of Idaho, have voluntarily associated ourselves together for the purpose of forming a NONPROFIT corporation under the laws of the State of Idaho, and we hereby certify:

FIRST: The name of the corporation is:

CrosSeven Ranches Inc.

SECOND: Without in any way limiting the powers granted by the laws of the State of Idaho, the purposes for which said corporation is formed are as follows, to wit:

1. To engage in any lawful activities subject to the limitations of the laws of the State of Idaho.

2. To purchase or otherwise aquire, own, hold, manage and control real and personal property of every description, including stock in any other corporation, and to sell and convey, mortgage, pledge, lease, or otherwise dispose of such property, or any part thereof, and to lend money either upon or without security;

3. To purchase or construct a guest ranch whose varied activities may include, but not be limited to, Youth camps for both sexes and all nationalities, Old fashioned western style cafe and gift shops open to the public, Horse training and horsemanship school, Classes in ranch management, Rodeo events, Back country hiking trips and wild game photography, etc.

4. To borrow money, issue bonds, debentures, and other obligations of the corporation, and to secure the same by mortgage or trust deed, or otherwise, on any or all of the real and personal property of the corporation and to carry on any other lawful business which may seem to the Board of Directors capable of being conveniently carried on in any connection with the above purposes, or calculated directly or indirectly to enhance the value of any of the property of the corporation.

5. To sue and be sued, appear, complain and defend, in any court of law or equity, or before any board, commission or tribunal;

6. To have and use a corporate seal which may be altered at pleasure;

7. To appoint such officers, employees and agents as the business of the corporation may require and to allow them compensation;

8. To make bylaws not inconsistent with any existing laws for the management of its business and property and the regulation and conduct of its affairs;

9. To enter into any and all obligations or contracts of any type or kind essential, necessary or proper to the transaction of its ordinary affairs or for the purposes of the corporation;

10. To particularly have all the powers and authority authorized or provided for by Section 30-114, Idaho Code;

11. To erect maintain, operate, own, hire, lease and otherwise aquire mills,printing establishments, works, laboratories, workshops, and dwelling houses for workmen and others;

12. To obtain, own, lease, use, vend, sell, and in any way and every way deal in any and all products, merchandise and materials of any kind that is calculated to enhance the value of the corporation;

THIRD: That the duration of time for which this corporation shall exist is perpetual.

FOURTH: That the location and post office address of its registered office in Idaho is Challis, County of Custer, Idaho.(#3 Mountain View Road)

FIFTH: That at least one member of the Board of Directors shall be a resident of the State of Idaho, and that no other qualifications as to residence of the Directors shall be necessary.

SIXTH: The business of said corporation shall be managed by a Board of at least three (3) or more Directors. The number, qualifications, term of office, manner of election of Directors, fix and vary the amount to be reserved as working capital, and to authorize and cause to be executed mortgages and leins upon any or all of the property of the corporation, and to fix the salary and compensation for services to be paid all officers, agents and employees of the corporation, shall be vested in the Directors.

SEVENTH: That all meetings of the Board of Directors shall be held at the principal office of the corporation or at such place or places with-in or without the State of Idaho for the transaction of any of the busi-ness of the corporation as the Directors may, by resolution or by the bylaws provide.

EIGHTH: That the articles of incorporation of this corporation may be amended in any respect conformable to the laws of the State of Idaho by vote representing a full Board of Directors, at a Board of Directors meeting called for that purpose, provided that the origional purposes of the corporation shall not be altered.

NINTH: That the names and addresses of each of the incorporators of said corporation are as follows;

David Oerke, Box 962, Challis, Idaho 83226.(.#3 Mountain View Lane.)

K.R.Strickler, HC86-Box 4195, Mackay, Idaho 83251

Julie Oerke, Box 962, Challis, Idaho 83226.(#3 Mountain View Lane.)

That the incorporators herein shall also be the first Directors of the corporation to serve till such time that new Directors are elected.

That the registered resident agent for the corporation shall be David Oerke,Box 962, Challis, Idaho 83226. (#3 MountaIN View Road)

IN WITNESS WHEREOF:the said incorporators have hereunto set their hands and seals the day and date below written.

_____ date 2/13/92
David Oerke

_____ date 2/13/92
K.R.Strickler

_____ date 2/13/92
Julie Oerke