

**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**MAGIC VALLEY SKI EDUCATION FOUNDATION, LTD.**

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 \_\_\_\_\_  
**MAGIC VALLEY SKI EDUCATION FOUNDATION, LTD.**

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 April 15, 19 88.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

RECORDED  
SERIAL 1175  
1989 APR 15 00 9 04

ARTICLES OF INCORPORATION

OF

MAGIC VALLEY SKI EDUCATION FOUNDATION, LTD.  
(A Non-Profit Corporation)

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, all citizens of the United States of America, each being over the age of 18 years, do hereby associate ourselves together for the purpose of forming a corporation under and pursuant to the provisions of the laws of the State of Idaho, for the purposes expressed in the following Articles, and do hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME OF CORPORATION: The name of the Corporation shall be: Magic Valley Ski Education Foundation, LTD.

ARTICLE 2: NON-PROFIT CORPORATION: The Corporation is organized as a non-profit corporation under the provisions of the Idaho Non-Profit Corporation Act, and for exempt purposes within the provisions of the Internal Revenue Code § 501.

ARTICLE 3: PURPOSES: The Corporation is organized for the purpose of fostering and promoting amateur sports competition by developing and funding programs to provide for the education and training of adult and junior skiers; by promoting the recreational and competitive aspects of skiing; by organizing, funding and promoting competitive events; by promoting, developing, funding and maintaining organizations and clubs for recreational and competitive skiing; by promoting,

developing, funding and maintaining junior ski racing programs.

The Corporation is organized to engage in any lawful activity to promote the foregoing purposes.

ARTICLE 4: TERM: The Corporation is to have perpetual existence.

ARTICLE 5: REGISTERED OFFICE & REGISTERED AGENT: The registered office of the Corporation shall be located at 137 West 13th, Burley, Idaho 83318. The registered agent for the Corporation shall be R. C. Stone, whose business office is identical with the registered office of the Corporation.

ARTICLE 6: MEMBERS: The Corporation shall have nine members, who shall be the Corporation's Directors.

ARTICLE 7: DIRECTORS: The initial Board of Directors shall consist of nine (9) Directors who shall be:

Director #1	Jill Wornell Rt. #3 Box 3696 Burley, Idaho 83318
Director #2	Kenny L. Morris 215 W. 13th Street Burley, Idaho 83318
Director #3	Layne Rasmussen 2755 Fairmont Drive Burley, Idaho 83318
Director #4	Jackson W. Allred, Jr. 100 Volz Lane Burley, Idaho 83318
Director #5	John Burrows Box 158 Albion, Idaho 83311
Director #6	Randy Stone Rt. #1 Box 1798 Burley, Idaho 83318

Director #7 Ruth Arthurs  
Rt. #2 Box 2062  
Burley, Idaho 83318

Director #8 Mitch Allred  
950 S 50 West  
Burley, Idaho 83318

Director #9 Tom Mann  
424 South C Street  
Rupert, Idaho 83350

The terms of the Directors shall be staggered. The terms of Directors #1, #2, and #3 shall expire on the day preceding the first annual meeting of the Directors. The terms of Directors #4, #5, and #6, shall expire on the day preceding the second annual meeting of the Directors. The terms of Directors #7, #8, and #9, shall expire on the day preceding the third annual meeting of the Directors. Thereafter, all Directors, shall serve a term of three years. All Director vacancies shall be filled by the remaining Directors. There shall be no limitation on the number of terms a Director may serve.

No Director shall receive any compensation, or pecuniary benefit from the Corporation.

ARTICLE 8: INCORPORATORS: The name and address of the incorporators are:

Kenny L. Morris	Randy Stone
215 W. 13th Street	Rt. #1 Box 1798
Burley, Idaho 83318	Burley, Idaho 83318

ARTICLE 9: FINANCIAL INTEGRITY: The Corporation has been organized to encourage community support of competitive and recreational skiing activities. To obtain this goal the

Corporation will engage in fund raising activities seeking financial contributions from the community to promote and further the Corporation's purposes.


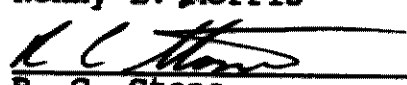
All contributions shall be used solely to promote and further the purposes of the Corporation and no part thereof shall be used for pecuniary profit or financial gain of the Corporation or any person associated with the Corporation.

No part of the assets, income or profit of the Corporation is distributable to nor shall it inure to the benefit of its Directors or Officers.

In the event the Corporation is dissolved, the Corporation's assets shall be distributed for one or more exempt purposes under the Internal Revenue Code and under the laws of the State of Idaho. Distribution shall be for a public purpose consistent with the purposes of this Corporation.

The Corporation shall not engage in activities attempting to influence legislation or promoting political campaigns or candidates, nor shall the Corporation engage in any other activity not permitted to be carried on by a non-profit corporation exempt from federal income taxes under the Internal Revenue Code.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation this 31 day of March, 1988.

  
Kenny L. Morris  
  
R. C. Stone