

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

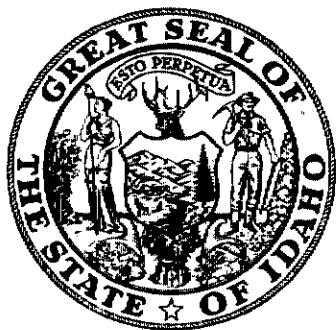
GREATER BLACKFOOT AREA GREENBELT, INC.

File number C 111186

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 GREATER BLACKFOOT AREA GREENBELT, 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: June 29, 1995



Pete T. Cenarrusa
SECRETARY OF STATE
By *Ara Sikel*

JUN 29 9 54 AM '95

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION OF
GREATER BLACKFOOT AREA GREENBELT, INC.

KNOW ALL MEN BY THESE PRESENTS; that we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a non-profit cooperative association for the purposes hereinafter stated and pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

The name of the Corporation shall be Greater Blackfoot Area Greenbelt, Inc.

II.

The address of the Corporation shall be 157 North Broadway, Blackfoot, Idaho 83221. The registered agent is Austin Moses, and the registered office is located at 157 North Broadway, Blackfoot, Idaho 83221.

III.

The purposes for which said Corporation is formed are to identify, design, and promote the development of parks, greenways, walking paths, and bike ways, etc., throughout the greater Blackfoot area for the betterment of the community health, safety, visual enhancement, and to enhance where possible wildlife habitat and promote biodiversity.

IV.

The Corporation is to have perpetual existence.

V.

The Corporation is not organized for pecuniary profit. It shall not have any power to issue certificates of stock nor to

declare any dividends and no part of its net earnings shall inure to the benefit of any member, director, officer or individual. The balance, if any, of all money received by the Corporation from its operation, after payment in full of debts and obligations of the Corporation of whatever kind or nature, shall be used and distributed exclusively for charitable, scientific and educational purposes.

VI.

This corporation is organized without capital stock, and the rights and interests of all its members shall be equal. The qualifications for membership shall be provided in the By-Laws. The voting rights of the members shall be equal and no member can have or acquire a greater interest herein than any other member.

VII.

Private property of the members shall not be liable for the Corporation's debts and obligations.

VIII.

This organization is organized exclusively for charitable and/or is a civic organization for social welfare within the meaning of section 501(c) of the Internal Revenue Code.

IX.

The Board of Directors shall consist of seven (7) directors, but during their term of office, or thereafter, the number of directors may be increased or decreased from time to time as provided in the ByLaws, provided that the number of directors shall never be less than three (3). The initial board of directors, and their addresses are:

Cindy L. Campbell
831 Wildrose
Blackfoot, Idaho 83221

Carter R. Mackley
632 West 100 South
Blackfoot, Idaho 83221

Mark Carson
164 Dewey
Blackfoot, Idaho 83221

Terry Hawley
675 S. Shilling
Blackfoot, Idaho 83221

Andy Bradbury
1651 E. Airport Road
Blackfoot, Idaho 83221

Sandy Thomas
15 Dons Way
Blackfoot, Idaho 83221

Neil Morgan
762 W. Hy 39
Blackfoot, Idaho 83221

Qualifications and regulations of directors and rules and regulations pertaining to the Board of Directors shall be determined and fixed by the ByLaws. Conditions and regulations of the officers of the Corporation shall be determined and fixed by the ByLaws.

X.

The Articles of Incorporation may be amended in the manner provided by the statutes of the State of Idaho at the time of the amendment.

XI.

The name and addresses of the incorporators are as follows:

Cindy L. Campbell
831 Wildrose
Blackfoot, Idaho 83221

Carter R. Mackley
632 West 100 South
Blackfoot, Idaho 83221

Mark Carson
164 Dewey
Blackfoot, Idaho 83221

IN WITNESS WHEREOF, we have hereunto set our hands and seals
this 26th day of June, 1995.

Cindy L. Campbell
cindy L. Campbell

Carter R. Mackley
Carter R. Mackley

MC
Mark Carson

State of Idaho)
: ss.
County of Bingham)

On this 26 day of June, 1995 before me, the undersigned,
a Notary Public in and for said State, personally appeared CINDY
L. CAMPBELL, CARTER R. MACKLEY and MARK CARSON, Known to me to be
the persons whose names are subscribed to the within and
foregoing instrument and acknowledged to me that they executed
the same.

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

(SEAL)

Debbie Staus
NOTARY PUBLIC FOR IDAHO
Residing at Blackfoot, Idaho
My commission expires: 12-08-99