



CERTIFICATE OF INCORPORATION  
OF

WOOD RIVER ELK TRUST, 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 \_\_\_\_\_

WOOD RIVER ELK TRUST, 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 \_\_\_\_\_ April 28 \_\_\_\_\_, 19 89 .



SECRETARY OF STATE

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

ARTICLES OF INCORPORATION  
WOOD RIVER ELK TRUST, INC.

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I, the undersigned natural person of the age of 18 years or more, acting as incorporator of a nonprofit corporation under the Idaho General Business Corporations Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be WOOD RIVER ELK TRUST, INC., and the corporation shall be a nonprofit corporation.

ARTICLE II

The nonprofit corporation shall exist perpetually, unless sooner dissolved or disincorporated according to law.

ARTICLE III

The purpose or purposes for which the corporation is organized shall be charitable and to engage in the care, feeding and preservation of elk.

- a. The "Corporation" is constituted to attract substantial support from contributions; directly or indirectly, from a representative number of persons and businesses and has not been formed for pecuniary profit or financial gain.

- b. Upon dissolution, the "Corporation's" assets will be distributed for one or more exempt purposes under Section 501 (c) (3) of the Internal Revenue Code.
- c. The "Corporation" is organized exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. No substantial part of the activities of the "Corporation" shall be carrying on propaganda, or otherwise attempting to influence legislation, and the "Corporation" shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for political office. Notwithstanding any other provision of these Articles of Incorporation, the "Corporation" shall not carry on any other activities not permitted to be carried on by a "Corporation" exempt from Federal Income Tax Revenue Code of 1954 or by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, as such provisions are presently in force and effect or as they may be amended from time-to-time.

#### ARTICLE IV

The corporation shall have members.

#### ARTICLE V

The address of the initial registered office of the corporation 37 Meadows Loop, Blaine County, P. O. Box 177, Ketchum, Idaho 83340, and the name of its initial registered agent at such address is Randall Acker.

## ARTICLE VI

The number of directors of the corporation shall be four and may be increased or decreased as provided in its Bylaws.

## ARTICLE VII

The names and addresses of the persons who will serve on the initial Board of Directors until the first annual meeting of stockholders or until successors are elected and shall qualify are as follows:

- (1) Randall Acker  
P. O. Box 177  
Ketchum, Idaho 83340
- (2) John Gladics  
P. O. Box 1379  
Ketchum, Idaho 83340
- (3) John Nycum  
P. O. Box 1379  
Ketchum, Idaho 83340
- (4) Peter Bloomfield  
P. O. Box 746  
Ketchum, Idaho 83340

IN WITNESS WHEREOF the undersigned, being the incorporator hereinbefore named, does hereby make this certificate for the purpose of forming a nonprofit corporation pursuant to the General Business Corporation's Law of the State of Idaho, and does hereby certify that the facts hereinbefore set forth are true and correct and have accordingly hereunto set my hand and seal this 10<sup>th</sup> day of March, 1989.

Randall L Acker  
Randall Acker

STATE OF IDAHO

ss.

County of Blaine

On this 20 day of March, 1989, before me the undersigned Notary Public, personally appeared Randall Acker known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same for the purpose contained therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Mary Miller  
Notary Public for Idaho  
Residing at \_\_\_\_\_, Idaho  
Mtn. State Savings