



**CERTIFICATE OF INCORPORATION
OF**

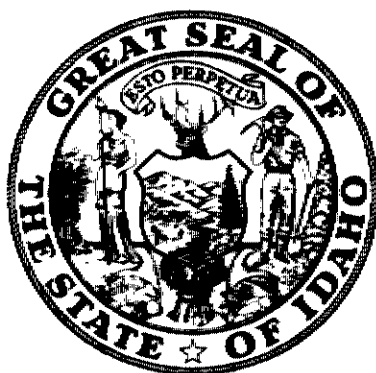
LION REGIMENT, THE PRIDE OF IDAHO, LTD.

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 LION REGIMENT,
THE PRIDE OF IDAHO, 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 5, 19 88.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
of

LION REGIMENT, THE PRIDE OF IDAHO

Feb 4 42 PM '88

A Nonprofit Corporation ~~SECRETARY OF STATE~~

WE, THE UNDERSIGNED, all residents of the State of Idaho, and citizens of the United States, being the age of majority, have for the purpose of forming a nonprofit association, pursuant to "the Idaho Nonprofit Corporation Act," Chapter 3, Title 30, Idaho Code, adopted the following articles of incorporation.

ARTICLE I

NAME: The name of the corporation shall be LION REGIMENT, THE PRIDE OF IDAHO, Ltd.

ARTICLE II

LOCATION: The principal office of the corporation shall be located in the city of Boise in the County of Ada.

ARTICLE III

NONPROFIT STATEMENT: The corporation is organized and operated as a nonprofit corporation in compliance with Chapter 3, Title 30, Idaho Code.

ARTICLE IV

DURATION: The period of the duration of the corporation is perpetual.

ARTICLE V

PURPOSE: The mission of the Lion Regiment is to provide an encouraging social environment primarily for men with interests in Leather, Levi, and Uniforms. This is to be done by providing an organization primarily of and for such men and promoting those events which feature such. The corporation is organized exclusively for social and fraternal purposes within the meaning of Section 501 (c) (7) of the Internal Revenue Code.

ARTICLE VI

POWERS: The corporation shall have all the power granted nonprofit corporations under the laws of the State of Idaho. Notwithstanding any other provision of these articles, however, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c) (7) of the Internal Revenue Code.

ARTICLE VII

FUNDS: No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V, above.

ARTICLE VIII

DISTRIBUTION AND DISSOLUTION: Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code, giving strong preference to donations to a 501 (c) (3) corporation with charitable purposes.

ARTICLE IX

ADDRESS: The name of the initial registered agent and his address which will also be the initial registered office of the corporation is: Don Carroll, 1912 N. Phillippi, Boise, Idaho, 83706.

ARTICLE X

INITIAL DIRECTORS: The four persons listed below shall constitute the initial Board of Directors who shall serve until the first meeting of the corporation called by the Board or until their successors are elected and qualified.

Don Carroll
1912 N. Phillippi
Boise Idaho, 83706

Ned Brewer
277 So. Coston Lane
Boise Idaho, 83712

Mike Bodily
1912 N. Phillippi
Boise Idaho, 83706

Roger Lewis
122 Village Lane
Boise Idaho, 83702

ARTICLE XI

MEMBERS: Any person shall be eligible for membership in this corporation as provided in the bylaws. Each member shall be entitled to one (1) vote and shall have equal right to and interest in this corporation. Membership in the corporation shall terminate as provided for in the bylaws.

INCORPORATORS: The names and addresses of the incorporators are listed below. There were no other incorporators.

Don Carroll
1912 N. Phillippi
Boise Idaho, 83706

Mike Bodily
1912 N. Phillippi
Boise Idaho, 83706

Ned Brewer
277 So. Coston Lane
Boise Idaho, 83712

Kenneth Litz
277 So. Coston Lane
Boise Idaho, 83712

Anthony Lancaster
277 So. Coston Lane
Boise Idaho, 83712

Roger Lewis
122 Village Lane
Boise Idaho, 83702

Robert Cross
3112 Good St
Boise Idaho, 83703-5601

Jon Hemingway
3112 Good St
Boise Idaho, 83703-5601

Glenn McManus
811 N. 24th St.
Boise Idaho, 83702

Tim Sherman
811 N. 24th St.
Boise Idaho, 83702

Steve Quintana
605 N. 14th St.
Boise Idaho, 83702

Robert Koski
P O Box 6017
Boise Idaho, 83707

Larry Sellers
7033 Gillis
Boise Idaho, 83703

IN WITNESS WHEREOF, we have hereunto set our hands

Don Carroll
Don Carroll

2/28/88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Don Carroll, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho
Comm. Expires July 22 1993

Mike Bodily
Mike Bodily 2-28-88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Mike Bodily, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho
Comm. Expires July 22, 1993

Ned Brewer
Ned Brewer

2/28/88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Ned Brewer, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]

Notary Public

Residing at Boise, Ada, Idaho

Comm. Expires July 22, 1993

Kenneth Litz
Kenneth Litz

2/28/88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Kenneth Litz, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]

Notary Public

Residing at Boise, Ada, Idaho

Comm. Expires July 22, 1993

Anthony Lancaster
Anthony Lancaster

2-29-88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 29th day of FEB., 1988, before me, a notary public in and for the State of Idaho, personally appeared Anthony Lancaster, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at BOISE, Idaho

Comm. Expires 1-9-93

Roger A Lewis
Roger Lewis

2/28/88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of Feb, 1988, before me, a notary public in and for the State of Idaho, personally appeared Roger Lewis, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho

Comm. Expires July 22 1993

Robert Cross
Robert Cross

28 Feb 88

Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28th day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Robert Cross, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho
Comm. Expires July 22, 1993

Jon S. Hemingway
Jon Hemingway

February 28, 1988
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Jon Hemingway, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho
Comm. Expires July 22 1993

Glenn A McManus
Glenn McManus

Feb 28, 1988
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28th day of FEBRUARY, 1988, before me, a notary public in and for the State of Idaho, personally appeared Glenn McManus, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho

Comm. Expires July 22 1993

Tim Sherman
Tim Sherman

Feb 28 1988
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28th day of FEBRUARY, 1988, before me, a notary public in and for the State of Idaho, personally appeared Tim Sherman, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho

Comm. Expires July 22 1993

Steve Quintana
Steve Quintana

2-28-88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of Feb, 1988, before me, a notary public in and for the State of Idaho, personally appeared Steve Quintana, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise Ada, Idaho

Comm. Expires July 22 1993

RKT K.I.
Robert Koski 2-28-88
Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Robert Koski, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise Ada, Idaho

Comm. Expires July 22 1993

Larry L Sellers
Larry Sellers

Date

STATE OF IDAHO)
) ss.
County of Ada)

On this 28 day of February, 1988, before me, a notary public in and for the State of Idaho, personally appeared Larry Sellers, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

[Signature]
Notary Public

Residing at Boise, Ada, Idaho
Comm. Expires July 22 1993