



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**IDAHO HERITAGE TRUST, INCORPORATED**

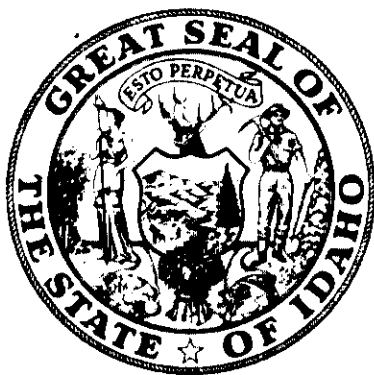
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of IDAHO

HERITAGE TRUST, INCORPORATED

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 23, 19 88



*Pete T. Cenarrusa*

SECRETARY OF STATE

*[Signature]*  
Corporation Clerk

JUN 23 9 22 AM '88

SECRETARY OF STATE

ARTICLES OF INCORPORATION

of the

IDAHO HERITAGE TRUST, INCORPORATED

The undersigned citizens of the United States and residents of the State of Idaho, acting as incorporators under the provisions of the Idaho Nonprofit Corporation Act (Title 30, Chapter 3, Idaho Code) do hereby set forth:

**ARTICLE I.**

The name of this corporation is the Idaho Heritage Trust, Incorporated.

**ARTICLE II.**

This is a nonprofit corporation.

**ARTICLE III.**

This corporation shall have perpetual duration.

**ARTICLE IV.**

This corporation is organized for charitable, educational, and scientific purposes within the meaning of the Internal Revenue Code of 1954, as amended and in this connection, the purposes for which the corporation is formed are as follows:

1. To protect and interpret a legacy of important historical and natural resources in the State of Idaho for present and future generations.
2. To maintain a close and continuous working relationship with the officials of the State of Idaho, its various agencies

and political subdivision and the citizens throughout Idaho which have common interests in protecting a legacy of Idaho and her history for the enjoyment and education of future generations.

3. To advance the appreciation of Idaho's historic and natural heritage through educational and cultural programs, protection and restoration of resources, interpretation and/or development.

4. This corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes and no part of the income or assets of this corporation shall be distributed to, nor inure to the benefit of, any individual.

#### ARTICLE V.

The corporation shall have the following powers:

1. To acquire, by gift, purchase or otherwise, real and personal property, both tangible and intangible, of every sort and description whatsoever and to use, pledge, mortgage, encumber, convey, lease, exchange, and transfer such property in such a manner as the Trustees of the corporation shall deem appropriate to carry out such purposes, including the conveyance of such property to any governmental agency or other suitable agency which is duly authorized and able to receive and administer the same for the purposes set out above.

2. To use all property held or controlled by this corporation and the net earnings thereof in the United States of America exclusively for the benefit of all of the inhabitants of the State of Idaho for the historic, conservational, educational



and associate members. General members shall be the only members entitled to vote.

#### ARTICLE VIII.

The location and address of the corporation is 217 W. State Street, Boise, Idaho, 83720. The name of the registered agent at such location is Martin L. Peterson.

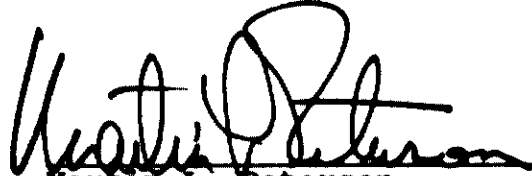
#### ARTICLE IX.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954; or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954.

#### ARTICLE X.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment

of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.



Martin L. Peterson