

State of Idaho

Department of State

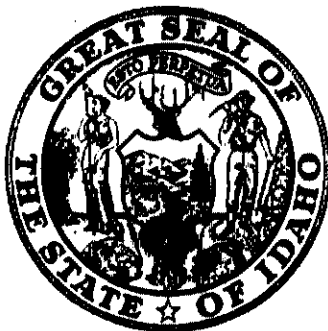
CERTIFICATE OF INCORPORATION OF

IDAHO INSTITUTE FOR CANINE STUDIES, 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 IDAHO INSTITUTE FOR CANINE STUDIES, 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: October 25, 1991



Pete T. Cenarrusa

SECRETARY OF STATE

W. Richards

Corporation Clerk

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SEC. OF STATE
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ARTICLES OF INCORPORATION
OF
IDAHO INSTITUTE FOR CANINE STUDIES, LTD.

The undersigned, acting as incorporator of a nonprofit corporation under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

I.

The name of the corporation shall be:

Idaho Institute for Canine Studies, Ltd.

II.

The nonprofit corporation shall exist in perpetuity.

III.

The address of the initial registered office of this nonprofit corporation in the state of Idaho shall be: 52 East State, Meridian, Idaho 83642, and the name of the initial registered agent at that address shall be: David R. Dixon, Ed.D.

IV.

The purpose for which this nonprofit corporation is organized is the transaction of any and all lawful business for which nonprofit corporations may be incorporated under the Idaho Business Corporation Act. The mission this nonprofit corporation is trying to accomplish is the collection and dissemination of scientific data relating to man-dog relationships. These data will relate to all breeds of dog. Data will include, but not be restricted to information on dog care, genetics, breed selection, behavioral characteristics, training, equipment, publications, consultants, trainers, breeders, and economic opportunities.

V.

The business of this nonprofit corporation shall be managed and conducted by a board of directors. The number of directors constituting the initial board of directors shall be: Three (3). The name and address of the person to serve as director until his term of office expires, or until a successor is elected and qualified, is:

<u>Name</u>	<u>Address</u>
David R. Dixon, Ed.D	Box 595, Meridian, Idaho 83642

VI.

To the fullest extent of the law, this nonprofit corporation shall have the power to indemnify any person and to advance expenses incurred or to be incurred by such person in defending a civil, criminal, administrative or investigative action, suit or proceeding threatened or commenced by reason of the fact said person is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. Any such indemnification or advancement of expenses shall not be deemed exclusive of any other rights to which such person may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding such office. Any indemnification or expenses so granted or paid by the corporation shall, unless otherwise provided when authorized or ratified, continue as to the person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs and personal representative of such a person.

No director shall be liable to the nonprofit corporation for monetary damages for breach of fiduciary duty except: For any breach of the director's duty of loyalty to the corporation; for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; for liability imposed for failure to comply with the applicable legal standard of conduct for a director in any of the circumstances described in section 30-1-48, Idaho Code; or for any transaction from which the director derives an improper personal benefit.

VII.

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
David R. Dixon, Ed.D	Box 595, Meridian, Idaho 83642

IN WITNESS WHEREOF, I have hereunto set my hand this 22
day of October, 1991.

David R. Dixon
David R. Dixon, Ed.D

STATE OF IDAHO)
) ss.
County of Ada)

On this 21st day of October, 1991, before me, a notary public in and for said county and state, personally appeared David R. Dixon, Ed.D, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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

Paula Ross
NOTARY PUBLIC for Idaho
Residing at _____, Idaho
My Commission Expires _____
Notary Public in and for the State of Idaho
Residing in Meridian, Ada County, Idaho
My Commission Expires March 24, 1995.