

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

TREASURE VALLEY TRAIL MACHINE ASSOCIATION, 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 _____

TREASURE VALLEY TRAIL MACHINE ASSOCIATION, INC.

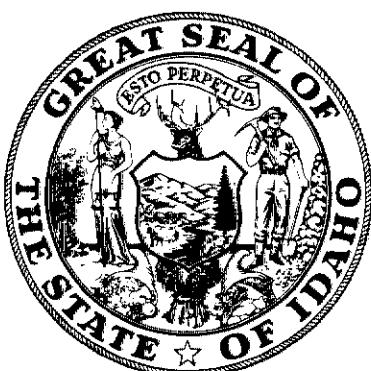
duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received
in this office and are found to conform to law.

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 July 24, 19 81.

Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk



RECEIVED

ARTICLES OF INCORPORATION
OF
TREASURE VALLEY TRAIL MACHINE ASSOCIATION, INC.

SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned,

EDWARD P. CARR, being a person of full age, resident of the State of Idaho, and citizen of the United States: associate together with the intention of forming a non-profit cooperative association under and by virtue of the powers conferred by the Non-Profit Cooperative Act, Chapter 3, Title 30 of the Idaho Code, and I do hereby certify, declare and adopt the following Articles of Incorporation:

I

The name of this association shall be TREASURE VALLEY TRAIL MACHINE ASSOCIATION, INC.

II

THE NATURE, OBJECTS AND PURPOSES OF THIS ASSOCIATION SHALL BE:

- (a) To promote and foster interest in motor driven trail and pack vehicles and all matters related thereto, and to promote the interest of the members of this association.
- (b) To promote pleasurable and recreational uses of cycles, insuring the continued availability of areas to ride, both public and private.
- (c) To levy assessments in the manner and the amount as may be provided by the by-laws of this association and the laws of the State of Idaho.
- (d) To borrow money of any person, firm, or corporation, and to issue bonds, debentures or any other obligation of this association from time to time therefore, for any of the purposes or objects for this association and to secure the payment of the same by mortgage, pledge, deed or trust, or any other lawful means.
- (3) To do each and every thing necessary, suitable or proper for the accomplishment of any one or more of the purposes, or the attainment of any one or more of the objects herein enumerated, or conditions to or expedient in the interests and benefits to this association, and contract accordingly, and in addition, exercise and possess all powers, rights or privileges, granted by the laws of the State of Idaho to any corporation except such as are inconsistent with the express provisions of the Non-Profit Cooperative Act, Chapter 3, Title 30 of the Idaho Code and do any such things anywhere.

(f) To use or employ any of its facilities for any purpose, providing that the proceeds arising from such use and employment, shall go to reduce the cost of its use of its members, together with the safety of operation of motor driven vehicles and to secure legislation and government ruling conducive to the promotion and extension of the operation of two-wheeled motor driven vehicles.

III

The period of existence and duration of the life of this association shall be perpetual.

IV

The location of the registered address and the principal office of, or the transaction of business of this association shall be located at 7400 Sandbrook Ct., Boise, Idaho and the registered agent shall be Edward P. Carr of 7400 Sandbrook Ct., Boise, Idaho. 83709

V

Under the terms and conditions described in the by-laws of this Association, this Association shall permit as its active members, all persons interested in two-wheeled motor driven vehicles. The voting power and rights and interest shall be vested in the active members only, whose fees are fully paid and who are in good standing; and such interest shall be equal, and no active member can have or acquire a greater interest than any other active member. The membership fees of this Association shall be fixed and determined by the by-laws of the Association, and when a member has paid his membership fee in full, he shall receive a membership certificate. The by-laws of this Association shall prohibit the assignment of membership certificates, except when such assignment of memberships are approved by resolution of the Board of Directors of this Association, and under the regulations as the by-laws may prescribe and such restrictions shall be printed upon every membership certificate issued.

VI

The number of the directors of this Association shall be not less than five (5) or more than eleven (11), who must be active members or delegates or representatives of an active member, of this Association; the term of office shall be for a period of one (1) year, provided, however, that the terms of office of the directors who are to serve first shall expire upon the date of the first annual meeting of the members.

The names and addresses of the Incorporating Directors shall be:

Edward P. Carr, President	7400 Sandbrook Ct., Boise, Idaho
Gary Tuller, Vice-President	P.O. Box 17, Mountain Home, Idaho
Wally Sterling, Secretary	913 East Jefferson, Boise, Idaho
Dick Korte, Treasurer	3676 Sanada Way, Boise, Idaho
Darrell Murphy	10432 Ardyce, Boise, Idaho
Ron M. Baldner	1831-B West Boise Avenue, Boise, Idaho

The Incorporator of this Association shall be Edward P. Carr.

Edward P. Carr