

CERTIFICATE OF INCORPORATION  
OF

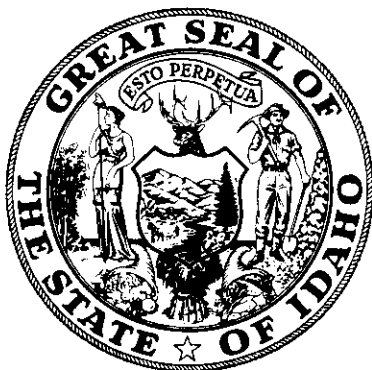
UPPER SNAKE AQUATICS, INC.

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 \_\_\_\_\_  
UPPER SNAKE AQUATICS, 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 \_\_\_\_\_ February 24, 1982.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*Muriel E. Artich*  
Corporation Clerk

ARTICLES OF INCORPORATION  
of  
UPPER SNAKE AQUATICS, INC.  
A Nonprofit Corporation

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The following Articles of Incorporation are hereby adopted pursuant to the Idaho Business Corporation Act:

1. Name.

The name of this nonprofit corporation is UPPER SNAKE AQUATICS, INC.

2. Nonprofit Corporation.

This corporation is a nonprofit corporation organized under the provisions of Idaho Code, Section 30-301 et. seq. which statutes are known as the Idaho Nonprofit Corporation Act.

3. Duration.

This nonprofit corporation shall have perpetual duration unless sooner dissolved, as provided by law.

4. Purposes.

The purpose of this corporation is to promote and develop swimming for the benefit of swimmers of all ages and abilities, in accordance with the standards and under the rules prescribed by, United States Swimming, Inc. (USS), and the Snake River Swimming, Inc.

The corporation is organized and operated exclusively for charitable and educational purposes, and exclusively in

furtherance of such purposes shall carry out and promote such activities and projects as are consistent with these articles.

To achieve the specific purposes listed above this nonprofit corporation shall have all power to perform those functions authorized for nonprofit corporations by the Idaho Nonprofit Corporations Act including those functions and powers specifically enumerated in Section 30-307, Idaho Code.

5. Membership.

The corporation shall have members and the number, qualification, rights, privileges and duties, if any, of members and the procedure for admission to and different classes of membership shall be as set forth in the Bylaws of the corporation.

6. Registered Agent and Office.

The name of the initial registered agent and the address of the initial registered office of the corporation is Elaine Porter of 558 Gemini, Rexburg, Idaho 83440.

7. Directors.

The affairs of the corporation shall be conducted by a Board of Directors of not less than four members, the exact number of which shall, from time to time, be fixed by the Bylaws.

The initial Board of Directors shall consist of five members whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Darrel Anderson	339 South Mill Hollow Drive Rexburg, Idaho 83440

Sherrel Davis	370 West 1st South Rexburg, Idaho 83440
Irene Watson	Route 4 Box 121 Rexburg, Idaho 83440
Edie Perkins	606 Gemini Rexburg, Idaho 83440
Elaine Porter	558 Gemini Rexburg, Idaho 83440

#### 7. Incorporators.

The name and address of the incorporators:

<u>Name</u>	<u>Address</u>
Elaine Porter	558 Gemini Rexburg, Idaho 83440
Irene Watson	Route 4 Box 121 Rexburg, Idaho 83440
Darrel Anderson	339 Mill Hollow Drive Rexburg, Idaho 83440

#### 9. Nonprofit Status.

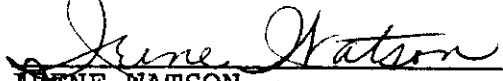
No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Paragraph 4 hereof. No substantial part of the activities of the corporation shall be carrying on of propoganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing of distribution of statements) 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 the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

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, educational, religious, or scientific purposes as shall qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of 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.

DATED This 17th day of February, 1982.

  
ELAINE PORTER


  
IRENE WATSON

  
DARREL ANDERSON

STATE OF IDAHO,       )  
                                  ss.  
County of Madison    )

On this 17th day of February, 1982, before me, the undersigned a notary Public in and for said State, personally appeared ELAINE PORTER, IRENE WATSON and DARRELL ANDERSON, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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

  
Notary Public for Idaho  
Residing at Rexburg, Idaho  
My Commission Expires: Life