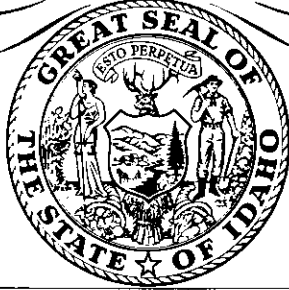


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

IDAHO STATE SPORTSMEN ASSOCIATION, INC.

was filed in the office of the Secretary of State on the **Fourteenth** day of **December** A.D. One Thousand Nine Hundred **Fifty-nine** and duly recorded on Film No. **109** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at

Pocatello, in the County of **Bannock.**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **14th** day of **December**, A.D., 19**59**.

Secretary of State.

CERTIFICATE OF INCORPORATION
OF
IDAHO STATE SPORTSMEN
ASSOCIATION, INC.

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FIRST. The name of this corporation is

IDAHO STATE SPORTSMEN ASSOCIATION, INC.

SECOND. The location of its principal office in the State of Idaho is in the city of Pocatello, County of Bannock. The street and number of said principal office and the address by street and number of the corporation is 403 N. Main.

THIRD. The objects and purposes for which and for any of which this corporation is formed are, to do any or all of the things herein set forth to the same extent as natural persons might or could do, viz:--

To promote tourist trade through the sale of memberships, etc., for the enjoyment of hunting, fishing, and/or any other sport activity.

To publish, edit, own, and/or operate any publications for the benefit of the association as may be established by the corporation officers and/or directors.

To manufacture, purchase or otherwise acquire, to hold, own, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with goods, wares and merchandise, and real and personal property of every class and description.

To purchase lands, buildings, business concerns and undertakings, mortgages, shares, stocks, debentures, securities, concessions, produce, policies book debts and claims, and any interest in real or personal property, and any claims against such property, or against any person or company, and to carry on any business, concern or undertaking so acquired.

To acquire the good will, rights and property, and to undertake the whole or any part of the assets and liabilities of any person, firm, association, or corporation, and to pay for the same in cash, stock or bonds of this corporation or otherwise.

To obtain, hold, use, sell, assign, lease, grant licenses in respect of, mortgage, or otherwise dispose of letters patent of the United States or any foreign country, patents, patent rights, licenses and privileges, inventions, improvements, and processes, trade-marks and trade names, relating to or useful in connection with any business of this corporation.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidence of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state, country, nation or government, and while the owner thereof to exercise all the rights, powers and privileges of ownership.

To enter into, make, perform and carry out contracts of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation.

To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants and other negotiable, or transferable instruments.

To issue bonds, debentures or obligations of this corporation from time to time, for any of the objects or purposes of the corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise.

To purchase, hold, cancel and re-issue the share of its capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business and without restriction or limit as to amount, to purchase or otherwise acquire, to hold, own, to mortgage, sell, convey or otherwise dispose of real and personal property of every class and description in any of the States, Districts, Territories or Colonies of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory, Colony or Country.

The foregoing clauses shall be construed both as objects and power; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

In general, to carry on any other business in connection with the foregoing, whether manufacturing or otherwise, and to have and to exercise all the powers conferred by the laws of Idaho upon corporations formed under the act hereinafter referred to.

FOURTH. The total authorized capital stock of this corporation is ONE HUNDRED THOUSAND Dollars (\$100,000.00) divided into ONE HUNDRED THOUSAND (100,000) common shares of ONE ONLY Dollar (\$1.00) each.

The shares of stock may be issued for such consideration as may be from time to time fixed by the Board of Directors, and any and all such shares so issued when the consideration therefor, fixed by the Board of Directors, has been fully paid or delivered, shall be full paid stock and not liable to any further call or assessment thereon.

FIFTH. The amount of capital stock with which this corporation will commence business is the sum of THREE THOUSAND FIVE HUNDRED ONLY Dollars (\$3,500.00) being 100,000 shares of .035 over 100 Dollars (.035) each.

SIXTH. The names and places of residence of each of the Incorporators and the number of shares subscribed for by each are as follows:

Name	Residence	Number of Shares
VeLoy O. Adams	350 E. Chapel, Pocatello, Idaho	50,000
Willard R. Ausmus	703 N. Roosevelt, Boise, Idaho	25,000
Shirley H. Ausmus	703 N. Roosevelt, Boise, Idaho	25,000

SEVENTH. This corporation is to have perpetual existence.

EIGHTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

NINTH. The signers of the Certificate of Incorporation, being all the Incorporators, shall have the direction of the affairs and of the organization of the corporation, and may hold meeting or meetings in person or by proxy, and at such meeting or meetings elect directors and take such steps as are

proper to obtain the necessary subscriptions to the stock and to perfect the organization of the corporation.

TENTH. No holder of any stock of this corporation shall be entitled as of right to purchase or subscribe for any part of any stock of the corporation authorized herein or of any additional stock of any class to be issued by reason of any increase of the authorized capital stock of the corporation, or of any bonds, certificates of indebtedness, debentures or other securities convertible into stock of the corporation, but any stock authorized herein or any such additional authorized issue of any stock or of securities convertible into stock may be issued and disposed of by the Board of Directors to such persons, firms, corporations or associations, and upon such terms and conditions as the Board of Directors may in their discretion determine, without offering any thereof on the same terms or on any terms to the stockholders then of record or to any class of stockholders.

ELEVENTH. Pursuant to the affirmative vote of the holders of at least a majority of the stock issued and outstanding, having voting power, given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding, the Board of Directors shall have power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its good will and its corporate franchises, upon such terms and conditions as its Board of Directors deem expedient and for the best interests of the corporation.

TWELFTH. In furtherance, and not in limitations of the powers conferred by statute, the Board of Directors are expressly authorized:

To make, alter, amend and rescind the By-Laws of this corporation, to fix the amount to be reserved as working capital, to authorize and cause to be executed mortgages and liens upon the real and personal property of this corporation.

From time to time to determine whether and to what extent, and at what time and places and under what conditions and regulations, the accounts and books of this corporation, (other than the stock ledger), or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account or book or document of this corporation except as conferred by statute or authorized by the Directors, or by a resolution of the stockholders.

If the By-Laws so provide, and by a vote of a majority of the whole board to designate two or more of their number to constitute an Executive Committee, which committee shall for the time being, as provided in said resolution or in the By-Laws of this corporation, have and exercise any or all of the powers of the Board of Directors in the management of the business and affairs of this corporation, and have power to authorize the seal of this corporation to be affixed to all papers which may require it.

THIRTEENTH. Both Stockholders and Directors shall have power, if the BY Laws so provide, to hold their meetings either within or without the State of Idaho, to have one or more offices in addition to the principal office in Idaho, and to keep the books of this corporation (subject to the provisions of the statute) outside of the State of Idaho at such places as may be from time to time designated by them.

This corporation may in its By-Laws confer powers additional to the foregoing upon the Directors, in addition to the powers and authorities expressly conferred upon them by the statute.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being natural persons of full age and citizens of the United States, and being all of the incorporators hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of an Act of the Legislature of the State of Idaho inclusive of sections 30-102 through 30-108, and the acts amendatory thereof and supplemental thereto, do make and file this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seal this 11th day of December, A. D. 1959

In presence of

E. R. Hearsley *Clayton C. Adams* (SEAL)
Willard R. Husmus (SEAL)
Shirley H. Husmus (SEAL)

State of Idaho)
County of Bannock) ss.

BE IT REMEMBERED that on this 11th day of December, A. D. 1959, personally came before me *E. R. Hearsley*, a Notary Public for the State of Idaho = *Clayton C. Adams*, *Willard R. Husmus* and *Shirley H. Husmus*

parties to the foregoing Certificate of Incorporation, known to me personally to be such, and severally acknowledged the said certificate to be the act and deed of the signers respectively and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and hear aforesaid.

E. R. Hearsley

Notary Public