

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

THE FESTIVAL AT SANDPOINT, INC.

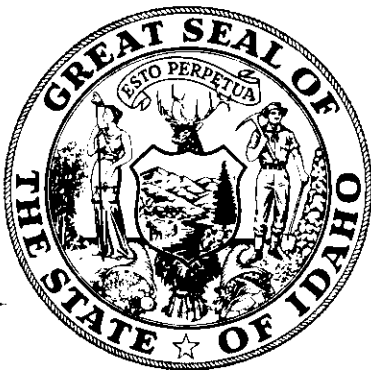
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

THE FESTIVAL AT SANDPOINT, 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 January 11, 19 82.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
THE FESTIVAL AT SANDPOINT, INC.

ARTICLE I.

The name of this corporation is THE FESTIVAL AT SANDPOINT, INC.

ARTICLE II.

The corporation is a non-profit corporation.

ARTICLE III.

The corporation shall have perpetual existence.

ARTICLE IV.

The purpose for which the corporation is organized is the establishment of the Spokane Symphony Orchestra in Sandpoint, Idaho.

ARTICLE V.

The corporation is to have members. The qualifications and rights of the members shall be set forth in the By-Laws.

ARTICLE VI.

The management of the corporation shall be vested in the Board of Directors. The existing Directors shall elect successor Directors.

ARTICLE VII.

The number of directors of the corporation is sixteen (16).

ARTICLE VIII.

The names and addresses of the initial Directors are as follows:

Daniel Deshon
110 Pacific
Sandpoint, Idaho 83864

Lea Anne Deshon
110 Pacific
Sandpoint, Idaho 83864

Peter Heraper, M.D.
514 No. Third Avenue
Sandpoint, Idaho 83864

Judy Heraper
514 No. Third Avenue
Sandpoint, Idaho 83864

John Moody, D.V.M.
511 Poplar
Sandpoint, Idaho 83864

Virginia Moody
511 Poplar
Sandpoint, Idaho 83864

J. Robert McFarland
Rt. 2, Box 190A
Sandpoint, Idaho 83864

Geraldine McFarland
Rt. 2, Box 190A
Sandpoint, Idaho 83864

Ruth Latour
P.O. Box 1791
Sandpoint, Idaho 83864

William H. McAdam, Jr.
Rt. 2, Box 199D
Sandpoint, Idaho 83864

Nancy McAdam
Rt. 2, Box 199D
Sandpoint, Idaho 83864

Steven N. Van Horne
104 E. Pacific
Sandpoint, Idaho 83864

Sydne D. Van Horne
104 E. Pacific
Sandpoint, Idaho 83864

R. John Kubiak
Rt. 3, Box 216
Sandpoint, Idaho 83864

Winifred Kubiak
Rt 3, Box 216
Sandpoint, Idaho 83864

Marilyn Warren
410 S. Antone
Sandpoint, Idaho 83864

ARTICLE IX.

The name and address of the initial registered agent and the initial registered office is:


William H. McAdam, Jr.
204 E. Superior
P.O. Box 1766
Sandpoint, Idaho 83864

ARTICLE X.

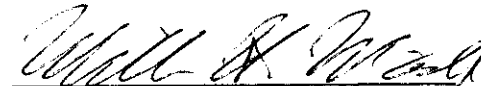
The name and address of the incorporator is:

William H. McAdam, Jr.
204 E. Superior
P.O. Box 1766
Sandpoint, Idaho 83864

DATED this 6th day of January, 1982.


William H. McAdam, Jr.
Incorporator

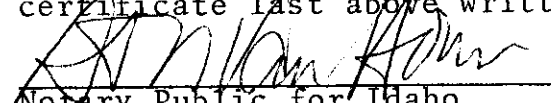
I declare that I am the person that executed the above Articles of Incorporation and such instrument is my act and deed.


William H. McAdam, Jr.

STATE OF IDAHO)
) ss.
County of Bonner)

On this _____ day of January, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM H. McADAM, JR., 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 seal the day and year in this certificate last above written.


Notary Public for Idaho
Residing at: Sandpoint