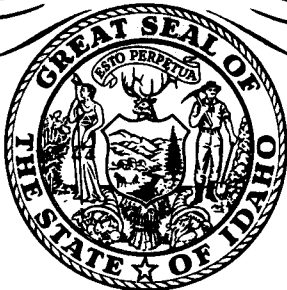


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ~~WESLEY H. SEAL~~
~~XXXXXXXXXXXX~~ 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

~~STARNHEATER RANCH INVESTMENT, INC.~~

was filed in the office of the Secretary of State on the ~~Twenty-seventh~~ day of

~~February~~
~~will be~~

A. D. One Thousand Nine Hundred ~~Sixty-seven~~ and
~~thirteen~~

/ is duly recorded on ~~XXXXXX~~ / of Record of Domestic Corporations of the State of Idaho, and that the said articles contain the statement of facts required by Sections 30-103, 30-1101 and 30-1102, Idaho Code.

~~AND I FURTHER CERTIFY~~, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name stated in the articles, and for ~~Perpetual existence~~ from the date hereof, with its registered office in this State located at ~~Mallox~~ in the County of ~~Blaine~~

and as such are subject to the rights, privileges and limitations granted to Religious, Ex-Service Men, Benevolent, Charitable and Fraternal Corporations, as provided in Chapter 11, Title 30, Idaho Code.

~~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 ~~27th~~ day of ~~February~~, A.D., 19~~67~~.

Secretary of State.

ARTICLES OF INCORPORATION

OF

STARWEATHER RANCH INSTITUTE, INC.

KNOW ALL MEN BY THESE PRESENTS;

THAT WE, the undersigned, being natural persons of full age, all of whom are citizens of the United States, hereby voluntarily associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho.

ARTICLE I

CORPORATE NAME

The name of this corporation shall be Starweather Ranch Institute, Inc.

ARTICLE II

The purposes for which this corporation is organized are to advance by social intercourse and exchange of views the social, spiritual, and intellectual development of the individual; to conduct seminars and group discussions in the fields of theology, sociology, law, literature, medicine, education, business, the physical sciences, and such other areas of endeavor as will stimulate and enhance the human potential; and to do any and all things necessary to accomplish these objectives.

ARTICLE III

DURATION

The period of existence and duration of this non-profit corporation shall be perpetual or until dissolved in accordance with law.

ARTICLE IV

REGISTERED OFFICE

The location and Post Office address of the initial registered office of this corporation in the State of Idaho is:

Post Office Box 395

Hailey, Idaho 83353

ARTICLE V

MEMBERSHIP

The membership of this corporation shall consist of persons interested in the purposes of the corporation as set forth in these Articles of Incorporation. Qualifications for membership shall be established in the By-Laws of the corporation.

ARTICLE VI

PROHIBITION AGAINST SHARING CORPORATE EARNINGS

No member, trustee, officer of, or members of a committee of, or any person connected with the corporation or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation, provided, that this shall not prevent the payment to any such person of such reasonable compensation for services rendered to or for the corporation in effecting any of its purposes as shall be fixed by the Board of Trustees, nor the reimbursement to any such person of actual expenses incurred on behalf of the corporation; and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation. All members of the corporation shall be deemed to have expressly consented and agreed that upon dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the assets of the corporation, after all debts have been satisfied, then remaining in the hands of the Board of Trustees shall be distributed, transferred, conveyed, delivered and paid over, in such amounts as the Board of Trustees may determine or as may be determined by a court of competent jurisdiction upon application of the Board of Trustees; exclusively to charitable, benevolent, religious, scientific, literary, eleemosynary or educational associations which would then qualify under the provisions of Section 501 (c) (3) of the United States Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE VII

OFFICERS

The officers of this corporation shall consist of a Board of Trustees, a President, a Vice-President, a Secretary, and a Treasurer.

The Board of Trustees shall have power to create and appoint such other officers as may be necessary or convenient to carry out the purposes of the corporation.

The Board of Trustees shall be of such number as the By-Laws shall provide, but shall consist of not less than five nor more than fifty persons. Until otherwise provided by the By-Laws, the Board of Trustees shall consist of five persons.

The President, Vice-President, Secretary, and Treasurer shall be members of the Board of Trustees and shall be selected by the Board of Trustees. The offices of Secretary and Treasurer may be held by one person.

The term of office for members of the Board of Trustees shall be as provided for in the By-Laws, but shall not be for a term longer than three years. Until otherwise provided for in the By-Laws, the term of office for members of the Board of Trustees shall be one year and until their successors are elected and qualified.

The term of office for President, Vice-President, Secretary, and Treasurer shall be one year and until their successors are selected and qualified.

ARTICLE VIII

BY-LAWS

The Board of Trustees may adopt, amend or repeal By-Laws for the corporation as provided by the laws of the State of Idaho and may adopt resolutions for the management of the affairs of the corporation, subject in each instance, however, to the right of a majority of the members to adopt, amend or repeal By-Laws or resolutions.

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended by a majority vote of a quorum of the members of this corporation present at any regular meeting, provided that notice of such intention is published and given in the manner provided by law.

ARTICLE X
LIMITED LIABILITY

The members of this corporation shall not be personally liable for the debts, obligations or liabilities of the corporation.

ARTICLE XI
ELECTION OF BOARD OF TRUSTEES

On September 4, 1966, at 11:00 A.M. o'clock, at Starweather Ranch, Hailey, Idaho, an election was held for members of the Board of Trustees of the corporation, and the following Trustees were elected by the unanimous vote of all members present:

<u>Name</u>	<u>Address</u>
Ray O. Jefferson	Ketchum, Idaho
John D. Lister	Ketchum, Idaho
Richard B. Meyer	Ketchum, Idaho
Jean Mizer	Hailey, Idaho
Jean M. Terra	Ketchum, Idaho

The aforesaid election was held pursuant to a Notice of Election that was published for two weeks, commencing August 18, 1966, in the Hailey Times, a newspaper published in Hailey, Idaho. A copy of said Notice of Election was also posted for a period of two weeks, commencing August 18, 1966, on the building in which the election was held. The following is the notice which was published and posted:

ELECTION NOTICE

On September 4, 1966, at 11:00 A.M. o'clock, at Starweather Ranch, Hailey, Idaho, a meeting will be held for the election of a Board of Trustees for the Starweather Ranch Institute, Inc., a proposed non-profit corporation. Members of said Institute are requested to attend said meeting and vote for said Board of Trustees.

ARTICLE XII
INCORPORATORS

The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
Ray O. Jefferson	Ketchum, Idaho
John D. Lister	Ketchum, Idaho
Richard B. Meyer	Ketchum, Idaho
Jean Mizer	Hailey, Idaho
Jean M. Terra	Ketchum, Idaho

IN WITNESS WHEREOF, we have hereunto set our hands this 24th
day of FEBRUARY, 1967.

Ray O. Jefferson
Ray O. Jefferson
John D. Lister
John D. Lister
Richard B. Meyer
Richard B. Meyer
Jean Mizer
Jean Mizer
Jean M. Terra
Jean M. Terra

STATE OF IDAHO)
 : ss
COUNTY OF BLAINE)

I, AW EUBSIGN, SR., a notary public, hereby
certify that on the 24th day of FEBRUARY, 1967, personally
appeared before me RAY O. JEFFERSON, JOHN D. LISTER, RICHARD B. MEYER,
JEAN MIZER and JEAN M. TERRA, who being by me first duly sworn, severally
declared that they are the persons who signed the foregoing document as
incorporators and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
24th day of FEBRUARY, 1967.

Aw Eubsign, Sr.
Notary Public
Residing at : HAILEY, IDAHO

My commission expires:
FEBRUARY 16, 1968

AFFIDAVIT

STATE OF IDAHO)
 : ss
COUNTY OF BLAINE)

JEAN M. TERRA, being first duly sworn on oath, deposes and says: That she was the secretary of the meeting held for the election of the Board of Trustees of Starweather Ranch Institute, Inc., and that she hereby certifies that the persons named in Article XI of the foregoing Articles of Incorporation of Starweather Ranch Institute, Inc., were duly elected as Trustees of the corporation by the unanimous vote of all members present, at the time and place described in said Article XI, and that the Notice of Election set forth in said Article XI was published and posted in the manner and for the period of time stated therein.

Jean M. Terra

Subscribed and sworn to before me this 24th day of FEBRUARY,
1967.

[Signature]

Notary Public

Residing at : HAILEY, IDAHO

My commission expires:

FEBRUARY 16, 1968

Affidavit of Publication

STATE OF IDAHO, }
County of Blaine, } ss.

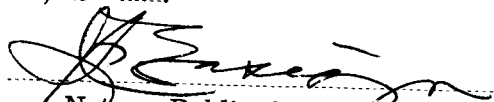
BERWYN BURKE, being first duly sworn deposes and says that he is now and at all times herein mentioned has been the publisher of The Hailey Times, which is now, and at all times herein mentioned has been a newspaper as defined in Section 58-106 of the Idaho Code Annotated as amended by Chapter 38 of the Laws of 1939, and printed, regularly issued and published weekly at Hailey, in Blaine County, Idaho, and having a general circulation in said county, and not less than 200 bona fide subscribers living within said county, and that said newspaper has been continuously and uninterruptedly so printed and published as a weekly newspaper in said county during the period of 78 consecutive weeks prior to the first publication of the annexed true copy and at all times since, and that said annexed true copy was so published in the regular edition of said newspaper, The Hailey

Times, and not in any supplement thereof, for two consecutive weeks commencing with the first publication thereof on the eighteenth day of August, 19 66 and ending with the last publication thereof on the twenty-fifth day of August, 19 66

Cost of this publication is \$ 2.75


BERWYN BURKE, Publisher.

Subscribed and sworn to before me, this 26th day of August, 19 66.


Notary Public for Idaho
Residing at Hailey,
Blaine County, Idaho.

INCORPORATE

There will be a meeting to incorporate the Star Weather Ranch Institute, Incorporated, on Saturday, Sept. 3, and Sunday, Sept. 4, 1966 at the Star Weather Ranch north of Hailey.

MRS. JOSEPHINE PRICE,
Attorney at Law