

**ARTICLES OF INCORPORATION
OF
THE CENTER FOR RESPONSIBLE OUTDOOR ACTIVITIES AND RECREATION**

The undersigned, being natural persons of at least 18 years of age and acting as the incorporators under the Utah Nonprofit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation for such Corporation, and hereby certify that:

**Article I
NAME**

The name of the corporation is The Center For Responsible Outdoor Activities And Recreation.

**Article II
DURATION**

The period of duration of this corporation is perpetual.

**Article III
PURPOSE**

The Corporation is formed for the following purposes:

- a. To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah, and within the ambit of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, including to act and operate as a charitable organization by providing educational opportunities to teach and encourage participants to properly enjoy outdoor activities and recreation in a responsible and ethical manner which will ultimately combat deterioration of public lands and thereby lessen the burden of the government to make expenditures to restore the land;
- b. To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes;
- c. To engage in any and all other lawful purposes, activities and pursuits; which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501 (c)(3) of the Internal Revenue Code and are consistent with those powers described in the Utah Nonprofit Corporation and Corporation Association Act, as amended and supplemented;
- d. To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

Date: 08/05/2005

Receipt Number: 1541745

Amount Paid: \$22.00

- e. No part of the earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein;
- f. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended;
- g. 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 501 (c)(3) of the Internal Revenue Cod of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

**Article IV
MEMBERS/STOCK**

The corporation shall not have any class of members or stock.

**Article V
BYLAWS**

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the bylaws (U.C.A. Section 16-6a-206)

**Article VI
DIRECTORS**

The number of directors of this Corporation shall be three (3), or more than three, as fixed from time to time by the Bylaws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is three, and the names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

Donald M. Gale
1573 W. 1050 N.
Provo, UT 84604

Mervin R. Cook
Tr. Box 3133
Roosevelt, UT 84066

William W. Wagner
4113 S. 3305 E.
Salt Lake City, UT 84124

**Article VII
INCORPORATIONS**

The names and addresses of the incorporators are:

Donald Gale
1573 W. 1050 N.
Provo, UT 84604

Mervin R. Cook
Tr. 3 Box 3133
Roosevelt, UT 84066

William Wagner
4113 S. 3305 E.
Salt Lake City, UT 84124

**Article VIII
REGISTERED OFFICE AND AGENT**

The address of the corporation's initial registered office shall be:

1573 W. 1050 N.
Provo, UT 84604

Such office may be changed at any time by the Board of Trustees without amendment of these Articles of Incorporation.

The Corporation's initial registered agent at such address shall be:

Donald Gale

I hereby acknowledge and accept appointment as corporate registered agent:



DONALD M. GALE

**Article IX
PRINCIPLE PLACE OF BUSINESS**

The principle place of business of this Corporation shall be 1573 W. 1050 N., Provo, UT 84604. The business of this Corporation may be conducted in all counties of the State of Utah and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Trustees shall determine.

**Article X
DISTRIBUTION**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its trustees, 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 Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing of distribution statement) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 107 (c)(2) of the Internal Revenue Code, as amended or supplemented.

**Article XI
DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principle 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.

In Witness Whereof, DONALD M. GALE, MERVIN R. COOK, and WILLIAM W. WAGNER have executed these Articles of Incorporation in duplicate this 26 day of JULY, 2005, and state: That they are incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.



DONALD M. GALE



MERVIN R. COOK



WILLIAM W. WAGNER