

State of Idaho



Department of State

CERTIFICATE OF INCORPORATION

LOUIS E. CLAPP
~~LOUIS E. CLAPP~~ 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

SUN VALLEY SKI EDUCATIONAL FOUNDATION, INC.,

was filed in the office of the Secretary of State on the **Seventh** day of **April** A. D. One Thousand Nine Hundred **Sixty-six** and will be ~~is~~ duly recorded on ~~Film No.~~ **microfilm** 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 and Sections 30-1001 to 30-1005, inclusive, 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 **Sun Valley,** in the County of **Blaine,** and as such are subject to the rights, privileges and limitations granted to Non-Profit Cooperative Associations as provided in Chapter 10, 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 **7th** day of **April**, A.D., 19**66**.

Secretary of State.

**ARTICLES OF INCORPORATION
OF THE
SUN VALLEY SKI EDUCATIONAL FOUNDATION, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned incorporators, all of whom are over the age of 21 and citizens of the United States, hereby associate ourselves together to form and establish a Non-Profit Cooperative Association (hereinafter referred to the "Association") under the provisions of Chapter 10 of Title 30, Idaho Code.

I.

The name of the Association is SUN VALLEY SKI EDUCATIONAL FOUNDATION, INC.

II.

The purpose for which the Association is formed is to engage only in educational and charitable activities within the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954 or as that said section may be subsequently amended. To accomplish this exclusive purpose, the Association may engage in the following:

1. Assist in the organization, participation and management of ski tournaments which are in furtherance of the educational objectives of the Association; establish administer and promote an educational program devoted to the promotion of skiing as a means of healthful recreation and physical fitness; give encouragement, coaching and instruction to skiers and especially junior skiers, whether or not members of this Association; cooperate with the Olympic Committee, the Amateur Athletic Union, various agencies of the United States government and other governments, the United States Ski Association, the United States Ski Educational Foundation, Inc., and other recognized associations for the promotion of skiing;
2. Establish, administer and promote an educational program devoted to the development and training of the individual in ski safety, first aid, and winter rescue through instruction, lectures and safety campaigns of all manners or types;
3. Establish, administer and promote museums related to the sport of skiing;
4. Acquire property for these corporate purposes by grant, gift, purchase, devise, or bequest, and to hold and dispose of the same, subject to the limitations as are or may be prescribed by statute;
5. Do all and everything incidental to and in furtherance of the accomplishment of the objects and purposes herein stated as principal, agent, contractor, trustee or otherwise, either alone or in association with others to the same extent and as fully as could natural persons.

III.

The Association shall have the power and authority to do all things of whatsoever kind or nature, as may now or hereafter be permitted by the laws of the State of Idaho applicable to non-

profit cooperative associations (Chapter 10, Title 30, Idaho Code), in carrying out the aforesaid objects and purposes, but limited to the furtherance of the exempt purposes within the intendment of Section 501 (c) (3) of the 1954 Internal Revenue Code or as the same may be amended.

IV.

Any and all instruments executed for and on behalf of the Association in carrying out any of the foregoing shall be executed and delivered by the President, or a Vice President, and the Secretary of the Association, with the corporate seal affixed thereto, such execution and delivery be pursuant to authority from or confirmation or ratification by the directors, but no person dealing with the Association shall, in such capacity, be under any obligation to require proof of such authority from or confirmation or ratification by the directors, and shall, in such capacity, be under no obligation or duty to follow the disposition of assets or other property received or acquired by the Association, or under any obligation or duty to be furnished a copy of any resolution or other action by the directors containing the aforesaid authorization, confirmation or ratification. The Association may undertake and execute any trusts which may lawfully be undertaken in furtherance of the exempt purposes within the intendment of Section 501 (c) (3) by the Association, and acquire, operate, sponsor or assist agencies, institutions, foundations and other organizations, as well as other entities, both public and private, and individuals, and to associate with any of the foregoing in carrying out the objects and purposes of the Association.

V.

This Association shall have perpetual existence.

VI.

The principal place of business of this Association shall be at Sun Valley Lodge, Sun Valley, Idaho.

VII.

The number of directors of this Association shall be not less than three (3) nor more than seven (7) as the By-Laws may provide.

VIII.

Corporations, associations and co-partnerships, as well as persons, may become members of this Association. The rights and interests of all members of this Association shall be equal, and no member shall have or acquire a greater interest therein than any other member. This Association shall not issue capital stock, but shall issue membership certificates to each member thereof, which certificates cannot be assigned so that the transferee thereof can by such transfer become a member of the Association except by resolution of the directors and other such regulations as the By-Laws may prescribe.

IX.

The qualifications of members, mode of election and terms of admission to membership, fees for admission to membership and membership dues, the expulsion and suspension of members for misconduct and nonpayment of dues, the conditions of restoration to membership, the contracting, securing, paying and limiting the amount of the Association's indebtedness and other regulations not repugnant to the laws of the State nor inconsistent with the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954, and consonant with the objects of the Association shall be such as may be provided for in the By-Laws of the Association.

X.

No part of the assets, income or net earnings of the Association shall inure to the benefit of any of its members and upon the dissolution of the Association such assets, income and net earnings shall be distributed only to organizations or corporations similar in purpose to this and as shall be exempt under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954 or as said section may be subsequently amended.

XI.

The names and post office address of each of the Incorporators are as follows:

John C. Lane
Edward L. Scott
William Milliken
Ronald Balcom
Dorice N. Taylor

c/o Peter Lane's, Sun Valley, Idaho
c/o Scott U.S.A., Ketchum, Idaho
1890 E. 107th Street, Cleveland, Ohio
619 Highland Drive, Palm Beach, Florida
P.O. Box 176, Sun Valley, Idaho

February 23, 1966