


OFFICE OF
WM. D. SWACKHAMER
SECRETARY OF STATE

THE STATE OF NEVADA



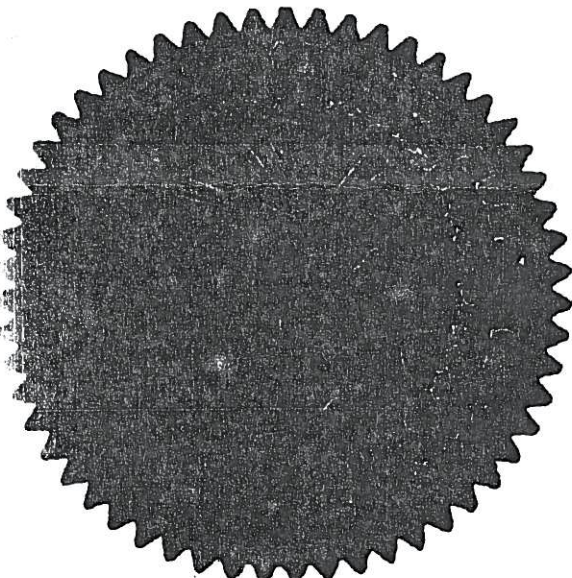
DEPARTMENT OF STATE

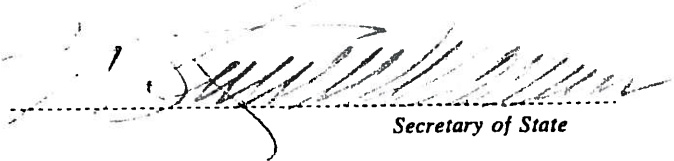
I, Wm. D. Swackhamer, the duly qualified and acting Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of

NEVADA SECTION
SOCIETY FOR RANGE MANAGEMENT

as the same appears on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, this FIFTH day of SEPTEMBER, A. D., 19 73.




Secretary of State


By _____
Deputy

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

SEP 5 - 1973

WM. SWACKHAMER - SECRETARY OF STATE

CERTIFICATE OF INCORPORATION
OF
NEVADA SECTION
SOCIETY FOR RANGE MANAGEMENT


No. 24,77-13

KNOW ALL MEN BY THESE PRESENTS:

We the undersigned, being citizens of the United States and residents of the State of Nevada have associated ourselves together as a corporation for the purpose of engaging in the advancement of civic, commercial, industrial and agricultural interests of the State of Nevada in accordance with Nevada Revised Statutes, sections 81.350 to 81.400, inclusive, and do hereby adopt the following articles of incorporation:

I

The name of the corporation shall be Nevada Section Society for Range Management.

II

This corporation is a non-profit corporation, organized solely for the advancement of civic, commercial, industrial and agricultural activities. The nature, purpose and objectives for which this corporation is formed is to seek a comprehensive understanding of range ecosystems and of the management and use of range resources; to educate and advise all who work with rangeland of new findings; to improve the effectiveness of range management in obtaining from range ecosystems the products and values necessary for men's welfare; to create a public understanding of the social and economic benefits to be derived from range resources; and to promote the professional and educational development of its membership.

III

The corporation shall be a non-stock membership corporation. No dividends or pecuniary profits shall inure to the benefit of any individual, trustee, officer or employee of the corporation or any private individual except that reasonable compensation may be paid for services rendered the corporation in effecting one or more of its purposes. No member, trustee, officer of the corporation or private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. Upon dissolution, the assets of the corporation remaining after payment of all expenses and debts shall be distributed to an organization which will then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they then exist. 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 (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office.

The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942, shall not engage in any act of self-dealing as defined in Section 4941(b), shall not retain any excess business holdings as defined in Section 4943(c), shall not make any investments in such manner as to be subject to tax under Section 4944, shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954 or the corresponding provisions of any subsequent federal tax law.

IV

Washoe County, Nevada is where the principal office for the transaction of the business of the corporation is to be located.

V

The affairs of this corporation shall be conducted by a Board of Trustees of not less than five nor more than 15 persons, the exact number to be established by the by-laws of the corporation. The term of office for each trustee shall be for two years. The Board of Trustees shall be elected by the members of the corporation at an annual corporate meeting of the members. The officers of the corporation shall be a president, a president-elect, a secretary-treasurer, and such additional officers as the Board of Trustees may authorize from time to time. The names and residences of the trustees chosen for the first year are:

Donald Cain	Ely, Nevada
Orlo Johnson	Reno, Nevada
John Artz	Carson City, Nevada
Leland Campsey	Elko, Nevada
Les Stewart	Paradise Valley, Nevada
Ken Genz	Reno, Nevada
C. N. Saulisberry	Carson City, Nevada
Walter Hanks	Tonopah, Nevada
Lee Griswold	Eureka, Nevada

VI

This corporation shall have the following powers insofar as said powers are not inconsistent with the purposes set forth in paragraph II above:

1. To receive, acquire, hold, manage, administer and expend property and funds for the general and specific

purposes of the corporation.

2. To take property by will, gift or otherwise for the general and specific purposes of the corporation; but if the donor shall specify the use of the property it shall be used for that purpose only.

3. To hold, in its own name and right, real and personal property of every nature and description without limitation as to extent, character or amount and with all the powers of control, management, investment, change and disposal incident to the absolute ownership of property or funds by a private person, subject only to the terms of any particular trusts.

4. To borrow money, either upon or without security, giving such promissory notes or other evidences of indebtedness and such pledges, mortgages or other instruments of hypothecation as it may be advised.

5. To appoint and pay officers and agents to conduct and administer the affairs of the corporation, but no member of the board of trustees shall receive any compensation.

6. To adopt by-laws prescribing the duties of the officers and agents of the corporation, the detail of the organization, the time and manner of its meetings, and any and all detail incident to its organization and the efficient conduct and management of its affairs.

7. To do any and all things which a natural person might do necessary and desirable for the general purpose for which the corporation is organized.

Donald J. Lee
Paul Johnson
James R. Long
John L. Cook
Walter E. Austin
John L. Cook
John L. Cook
John L. Cook

This corporation shall have a perpetual existence.
DATED this 11 day of July 1973.

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

FEB 4 1974

W.M. SWACKHAMER - SECRETARY OF STATE

W.M. Swackhamer
No. 2989-73

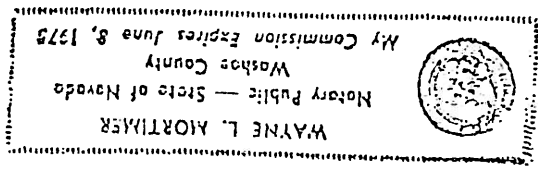
AMENDMENT TO
CERTIFICATE OF INCORPORATION
OF
NEVADA SECTION SOCIETY
FOR RANGE MANAGEMENT

The undersigned do hereby declare that pursuant to a resolution duly approved by the Board of Trustees of this corporation, the Certificate of Incorporation filed with the Secretary of State of the State of Nevada on September 5, 1973, and with the County Clerk of Washoe County, Nevada on October 5, 1973, is amended in the following respects:

"This corporation is for the purpose of engaging in those activities authorized by Sections 81.350 to 81.400 of the Nevada Revised Statutes, inclusive, provided that said purposes and activities are limited to those acts which are within the purview and meaning of Section 501(c)(3) of the Internal Revenue Code and its regulations for organizations exempt from income tax."

Paragraph II is amended as follows:

" II. This corporation is a non-profit corporation, organized solely for the advancement of civic, commercial, industrial and agricultural activities, but such are limited to those acts and purposes which are within the provisions set forth in Section 501(c)(3) of the Internal Revenue Code of 1954 and its regulations. The nature, purpose and objectives of this corporation are further limited to seeking a comprehensive under-



Wayne L. Mortimer
Notary Public

On this 1st day of February, 1974, personally appeared before me, a notary public, ORLO JOHNSON and JOHN L. ARTZ, who acknowledged to me that they executed the above instrument.

STATE OF NEVADA)
) ss.
County of Washoe)

John L. Artz, Secretary
John L. Artz

Orlo Johnson, President
Orlo Johnson

DATED: January 27, 1974.

standing of range ecosystems and of the management and use of range resources; to educating and advising all who work with rangeland of new findings; to improving the effectiveness of range management in obtaining from range ecosystems the products and values necessary for men's welfare; to creating a public understanding of the social and economic benefits to be derived from range resources; and to promoting the professional and educational development of its membership.

Other than as specifically amended herein, the Certificate of Incorporation of this corporation remains unchanged.

BY-LAWS
OF
NEVADA SECTION
SOCIETY FOR RANGE MANAGEMENT

ARTICLE I

Place of Business

The principal place for the transaction of business for the corporation in the State of Nevada shall be located in Washoe County, Nevada.

ARTICLE II

Trustees

Section 1. Number. The authorized number of the trustees of this corporation shall be not less than five nor more than 15.

Section 2. Powers. All corporate powers (subject to limitations of the Certificate of Incorporation and to the provisions of law requiring action to be authorized or approved by the membership) shall be exercised by or under authority of and the business and affairs of this corporation shall be controlled by its Board of Trustees, and, subject to the same limitations, the Board shall also have power:

(1) To appoint and remove all officers, prescribe their duties, fix their compensation, and require from them security for faithful performance of service if deemed necessary.

(2) To make rules and regulations not inconsistent with law or the Certificate of Incorporation for the guidance of

the officers and management of the affairs of the corporation.

(3) To change the location of the principal office of the corporation for the transaction of the business thereof from one location to another in the State of Nevada; to establish and maintain branch offices at any place where the corporation is qualified to do business, to designate any place, within or without the State of Nevada, for the holding of any members' meeting.

Section 3. Duties. The Board of Trustees shall:

(1) Cause to be kept open to the inspection of any person entitled thereto and making proper demand therefor, a book of minutes of all meetings of the trustees and members of the corporation, adequate and correct books of account of the properties and business transactions of the corporation, all in the form prescribed by law and showing the details required by law.

(2) Adopt and use a corporate seal consisting of a circle setting forth on its circumference the name of the corporation and showing the state and date of incorporation.

Section 4. Election. The trustees of the corporation shall be elected at the annual meeting of membership by a majority of the members entitled to vote thereat and voting either in person or by proxy. The trustees shall hold office until the next annual meeting of the membership and until their successors are elected.

Section 5. Meetings. Meetings of the Board of Trustees shall be held at any location within the State of

Nevada as is selected by the president of the corporation. There shall be at least one annual meeting of the membership of the corporation. Notice of the time and place of the annual meeting shall be given to the members at least thirty (30) days in advance of the holding thereof.

Special meetings of the Board for any purpose or purposes whatever may be called at any time by the president, or if he be absent or be unable to or refuse to act, by the president-elect, upon due notice in writing given to each trustee at least five (5) days in advance in the manner prescribed by statute.

Section 6. Quorum. A majority of the elected number of trustees shall be necessary to constitute a quorum of the Board for the transaction of business.

ARTICLE III

Officers

Section 1. Election. There shall be a president and a president-elect to be chosen by the membership. There shall also be a secretary-treasurer to be appointed by the president. Each of said officers shall serve until he shall resign, or be removed or become disqualified, or until his successors shall be elected or appointed.

Section 2. President. The president shall be chief executive officer, and, subject to the control of the Board of Trustees, shall have general supervision and direction of the business and affairs of the corporation. He shall:

(1) Preside at all meetings of the Board of Trustees and at all meetings of the membership.

Nevada as is selected by the president of the corporation. There shall be at least one annual meeting of the membership of the corporation. Notice of the time and place of the annual meeting shall be given to the members at least thirty (30) days in advance of the holding thereof.

Special meetings of the Board for any purpose or purposes whatever may be called at any time by the president, or if he be absent or be unable to or refuse to act, by the president-elect, upon due notice in writing given to each trustee at least five (5) days in advance in the manner prescribed by statute.

Section 6. Quorum. A majority of the elected number of trustees shall be necessary to constitute a quorum of the Board for the transaction of business.

ARTICLE III

Officers

Section 1. Election. The officers of this corporation shall be a president, a president-elect, and a secretary-treasurer all of whom shall be chosen by the Board of Trustees. Each of said officers shall serve until he shall resign, or be removed or become disqualified, or until his successors shall be elected.

Section 2. President. The president shall be chief executive officer, and, subject to the control of the Board of Trustees, shall have general supervision and direction of the business and affairs of the corporation. He shall:

(1) Preside at all meetings of the Board of Trustees and at all meetings of the membership.

(2) Call all meetings of the Board of Trustees.

(3) Employ and discharge, subject to the approval of the Board, such agents and employees as the business of the corporation shall from time to time require, and prescribe their duties, terms of employment, and compensation.

(4) Exercise such other powers and perform such other duties as may be prescribed by the Board of Trustees or by these by-laws.

Section 3. President-Elect. He shall:

(1) Act in the absence or incapacity of the president, and, subject to the control of the Board of Trustees, shall assume the duties of the president at such times as the president is absent or unable to act.

Section 4. Secretary-Treasurer. He shall:

(1) Keep a book of minutes at the principal office of the corporation or such other place as the Board of Trustees shall order, of all meetings of the trustees and membership in the form and manner required by law.

(2) Keep at the principal office open to inspection by members at all reasonable times, the original or a certified copy of the by-laws of the corporation as amended or otherwise altered to date.

(3) Keep the corporate seal and affix it to all papers and documents requiring a seal.

(4) Attend to such correspondence as may be assigned and perform all other duties incidental to said office or prescribed by the Board of Trustees or by law.

(5) Keep and maintain open to inspection by any trustee at all reasonable times, adequate and correct accounts of the properties and business transactions of the corporation, which shall include all matters required by law and be in form as required by law.

(6) Have the care and custody of the funds and valuables of the corporation and deposit same in the name of and to the credit of the corporation with such depositaries as the Board of Trustees may designate.

(7) Disburse the funds of the corporation as he or she may be ordered by the Board, taking proper vouchers for such disbursements.

(8) Render to the president or to the Board of Trustees, whenever they may require it, an account of all transactions as treasurer, and a financial statement in form satisfactory to them, showing the condition of the corporation.

(9) Have such other powers and perform such other duties as may be prescribed by the Board of Trustees.

ARTICLE IV

Amendments

These by-laws or any particular one of them may be amended or repealed or new by-laws may be adopted by the Board of Trustees or by the vote of members entitled to exercise a majority of the voting power of this corporation, or by the written assent of such members.

ARTICLE V

Waivers, Consents, Approvals

Trustees or members may sign a written waiver of

notice, or a consent to the holding of any meeting, or an approval of the minutes thereof, and validate all transactions had or taken thereat.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, members of the Board of Trustees of Nevada Section Society for Range Management, a Nevada corporation, do hereby certify:

That we hereby assent to the within and foregoing by-laws and hereby adopt the same as the by-laws of said corporation.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 11 day of July, 1973.

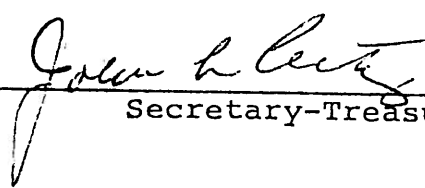
Donald B. Ross
Paul Johnson
Kenneth Long
Al Barkham
Walter E. Hanks
Leland Campbell
Leslie J. Stewart
Lee Griswold
John R. Acton

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned, the duly elected and acting secretary-treasurer of Nevada Section Society for Range Management, a Nevada corporation, do hereby certify:

That the within and foregoing by-laws were adopted as the by-laws of said corporation on the 11 day of July, 1973, and that the same do now constitute the by-laws of said corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said corporation this 11th day of July, 1973.


Secretary-Treasurer