

**ARTICLES OF
INCORPORATION OF
BACK COUNTRY HORSEMEN OF ARIZONA
AN ARIZONA NON-PROFIT CORPORATION**

In compliance with the requirements of ARS §10-3101 et seq., as amended, the undersigned have this date voluntarily associated themselves together for the purposes of forming a non-profit corporation under the laws of the State of Arizona and do hereby adopt the following Articles of Incorporation.

Article I

The name of the corporation is ***BACK COUNTRY HORSEMEN OF ARIZONA***, an Arizona non-profit corporation.

Article II

The name and business address of the incorporator is as follows:

Joan Bouck
15 W Valley Drive
Sedona, Arizona. 86351

Article III

The affairs of this corporation will be conducted by a Board of Directors initially consisting of four (4) Directors, which may be increased in size as provided in the bylaws of the corporation. Officers of the corporation shall be elected as provided in the bylaws of the corporation in accordance with ARS §10-3840.

The names and business addresses of the initial directors of the corporation are:

Shirley Righi
725 N 100 Place
Mesa, Arizona. 85207

Steve McClintock
3720 N Rowen St
Mesa, AZ 85207

Stephanie Giesbrecht
135 Rocky Road
Sedona, Arizona. 86336

Joan Bouck
15 W Valley Drive
Sedona, Arizona 86351

Article IV

The corporation is organized for charitable and education purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

1. To perpetuate the common sense use and enjoyment of horses in America's back country and wilderness and work to ensure the public lands remain open to recreational stock use.
2. To assist various government and private agencies in their maintenance and management of said resources and to assist in the developing, designing, and advocating of horse trails that connect public and private trail resources.
3. To educate, encourage, and solicit active volunteer participation, and promote learning and training opportunities in the best practices for the sustainment and preservation of the back country resources by horsemen and the general public.
4. To provide governmental agencies, charged with the management and maintenance of public lands, with member volunteer work hours and to assist in the management of public trails and lands, to donate charitable funds in support of overall purposes, to undertake trail maintenance, to provide materials and supplies toward completion of public trail projects including other volunteer services and donations as needed and where and when feasible.
5. To foster and encourage the formation of new Back Country Horsemen's Organizations.

Article V

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV. 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. This corporation is organized exclusively for those purposes pursuant to ARS 1'0- 3101, et seq, and Section 501(c)(3) of the Internal Revenue Code of 1954 as amended.

Article VI

Chapters may be formed within the state by making application to the Board of Directors of the state organization. Any chapter seeking membership must include the purposes of Back Country Horsemen of America and Arizona as stated in Article II.

Article VII

The Board of Directors and officers shall have all rights of indemnification to the fullest extent possible in accordance with and subject only to the provisions and limitations of A.R.S. §§10-3851, 3852 & 3856. No officer or director of the corporation shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as officer or director, to the fullest extent possible in accordance with, and subject only to the provisions and limitations of, A.R.S. §§10-3851, 3852 & 3856.

Article VIII

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, or corresponding section of any future federal tax code. In the event of the dissolution of the BACK COUNTRY HORSEMEN OF ARIZONA, the Board of Directors, after paying or making provisions for payment of all liabilities of the corporation, shall dispose of all remaining assets to the Back Country Horsemen of America a 501(c)(3) qualified organization PO Box 1182, Columbia Falls, MT 59912-1182

Article IX

The known place of business of the Corporation shall be 135 Rocky Road, Sedona, Arizona. 86336

Article X

Stephanie Giesbrecht, 135 Rocky Road, Sedona, Arizona. 86336 who has been a bona fide, continuous resident of the State of Arizona for more than three years, is hereby appointed the lawful statutory agent of this corporation.