



CHAPTER CHARTER RENEWAL

Renewal of the Charter of

The Wild Sheep Foundation Idaho Chapter

The Board of Directors of the Wild Sheep Foundation (the "Foundation") hereby grants a renewal of the Charter of the Wild Sheep Foundation -Idaho Chapter (the "Chapter") under and subject to all of the terms, conditions, restrictions and expressed grants of authority herein-after set forth:

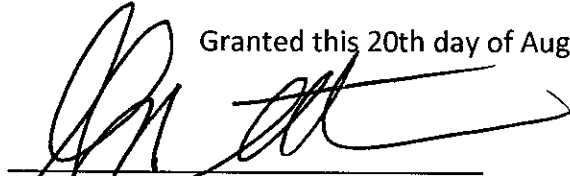
1. Both the renewal of this charter and its continuance in full force and effect is expressly conditioned upon the acceptance of and adherence to each and every provision contained herein.
2. Violation of any provision of this Charter shall be grounds for revocation of the Charter at the sole discretion of the Board of Directors of the Foundation, but this power of revocation shall not be unreasonably exercised. Revocation of this Charter shall result only when, in the considered judgment of the Board of Directors of the Foundation, continuation of that status would be inimical to the best interests of the Foundation, would jeopardize its status as a 501(c)(3) tax-exempt charitable organization, or impair or infringe upon its ability to discharge its Mission and purpose of "Putting and Keeping Sheep on the Mountain." Upon such revocation, the Chapter shall immediately discontinue the use of the Foundation's trade names and trademarks, and shall return any property belonging to the Foundation which may be in the possession of the Chapter.
3. In accepting this renewal Charter and the responsibility to continue as the Wild Sheep Foundation -Idaho Chapter the Board of Directors of said Chapter do hereby subscribe to the Code of Ethics of the Foundation and confirm their commitment to require a like subscription by all officers and members of said Chapter.

4. In accordance with the Bylaws of the Foundation, the Chapter is organized as a separate entity and is responsible for obtaining and maintaining its organizational existence, including its own status as a 501(c)(3) tax-exempt charitable organization.
5. The issuance of this Charter authorizes the Chapter to use the "Wild Sheep Foundation" name and signifies a commonality of purpose between the Foundation and the Chapter. The Chapter is authorized to indicate its alliance with the Foundation in maintaining its 501(c)(3) classification, to raise funds for wild sheep and their habitat or to do any other act which conforms with the objectives, Purpose and Mission of the Foundation.
6. The Chapter shall be authorized to formulate and pursue its own goals subject only to the requirements that they are not inimical or counter-productive to the goals of the Foundation and conform to the aforementioned Code of Ethics.
7. The obligation of the Chapter to the Foundation are as follows:
 - A. The President, every officer and each member of the Chapter Board of Directors shall be members in good standing of the Foundation. The chapter will also encourage all members to be members in good standing of the Foundation and will work with the Foundation to promote joint chapter and Foundation membership.
 - B. While the Chapter may continue to use the "Foundation for North American Wild Sheep" name and/or the "FNAWS" acronym for certain limited purposes, the Chapter shall establish, adopt, register and use hence forth a trade name as the Wild Sheep Foundation -Idaho Chapter or Idaho Chapter of the Wild Sheep Foundation for day-to-day business, external communication and marketing purposes.
 - C. The Chapter shall be responsible for obtaining and maintaining a General Liability insurance policy for its activities.
 - D. It shall be the duty of the officers of the Chapter to conduct the affairs of their organization in an efficient manner and in accordance with the Bylaws of the Chapter. Officers of the Chapter shall maintain proper records, and shall render an annual report to the Foundation concerning

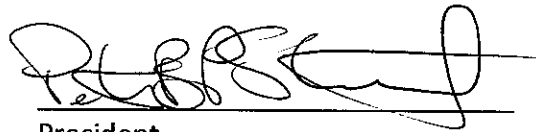
membership, including but not limited to chapter finances, contributions, affiliations, facilities, and activities.

- E. The Chapter shall not engage in any activity which is not clearly in the best interests of the Mission and the Purposes and Objectives of the Foundation.
- F. The Chapter may terminate its charter at any time by an affirmative vote of three-fourths ($\frac{3}{4}$) of the Chapter Board of Directors at any regular or special meeting called for that purpose, authorizing the secretary of that organization to submit a written resignation for the Chapter to the Secretary of the Foundation, accompanied by a certified copy of the minutes of said meeting, sent by first class mail. Upon such termination, the Chapter shall immediately discontinue its use of the Foundation's trade names and trademarks, and shall return any property belonging to the Foundation which may be in the possession of the Chapter.

Granted this 20th day of August 2009.




President
Wild Sheep Foundation



President
Idaho Chapter

Attest:


Secretary
Wild Sheep Foundation



Treasurer
Idaho Chapter