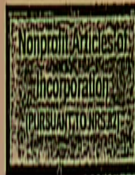


DEAN HELLER  
Secretary of State

101 North Carson Street, Suite 3  
Carson City, Nevada 89701-4786  
(775) 684-5700



FILED 124444200

MAY 14 2001

IN THE OFFICE OF  
DEAN HELLER, SECRETARY OF STATE

Important: Read attached instructions before completing form.

1. Name of Corporation:	SCENIC NEVADA, INC.			
2. Resident Agent Name and Street Address:	FRANK R. CARROLL			
	Name	Street Address	City	State Zip Code
		1525 SUNRISE CIR	BONNEVILLE CITY, 1	NEVADA 89005
3. Names, Addresses, Number of Board of Directors/Treasurers:	The First Board of Directors/Treasurers shall consist of 2 members whose names and addresses are as follows:			
	1. FRANK R. CARROLL			
	Name	Street Address	City	State Zip Code
		1525 SUNRISE CIR	BONNEVILLE CITY	NV 89005
	2. DOUG SMITH			
	Name	Street Address	City	State Zip Code
		2845 IDLEWILD DR. #111	RENO	NV 89509
	3.			
	Name	Street Address	City	State Zip Code
	4.			
	Name	Street Address	City	State Zip Code
4. Purpose:	The purpose of this Corporation shall be: TO FORM AND CONDUCT TRAILS WHICH WILL PROTECT, PRESERVE, AND ENHANCE THE NATURAL BEAUTY OF NEVADA			
5. Other Matters:	Number of additional pages attached: 1			
6. Names, Addresses and Signatures of Incorporators:	FRANK R. CARROLL			
	Name	Street Address	City	State Zip Code
		1525 SUNRISE CIR	BONNEVILLE CITY	NV 89005
	DOUG SMITH			
	Name	Street Address	City	State Zip Code
		2845 IDLEWILD DR. #111	RENO	NV 89509
7. Certificate of Acceptance of Appointment of Resident Agent:	FRANK R. CARROLL hereby accept appointment as Resident Agent for the above named corporation.			