

FILED EFFECTIVE

2015 JAN -2 AM 8:51

SECRETARY OF STATE
IDAHO

ARTICLES OF INCORPORATION
OF
CAMPAIGN FOR AFRICAN ORPHANS, INC.

The undersigned, acting as incorporators of CAMPAIGN FOR AFRICAN ORPHANS, INC., a corporation to be organized under the Idaho Nonprofit Corporation Act, hereby adopts the following Articles of Incorporation for the corporation pursuant to the Act:

ARTICLE ONE

NAME

The name of the corporation is CAMPAIGN FOR AFRICAN ORPHANS, INC.

ARTICLE TWO

NONPROFIT CORPORATION

The corporation is a nonprofit corporation.

ARTICLE THREE

DURATION

The duration of the corporation shall be perpetual.

IDAHO SECRETARY OF STATE

01/02/2015 05:00

CR:27905 CT:1793 BH:1455274
10 30.00 = 30.00 INC NONP #2

C 204548

ARTICLE FOUR
PURPOSES AND POWERS

The purposes of the corporation and its powers are exclusively for the following:

A. To support the care, education and employment of orphaned African children.; and,

B. Charitable, educational, scientific or literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE FIVE
LIMITATIONS

No part of the net earnings or the assets 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 reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Four hereof. No substantial part of the activities of the Corporation shall be for 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. Notwithstanding any other provisions of these Articles, the

Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE SIX

MEMBERSHIP

The corporation shall not have members.

ARTICLE SEVEN

INCORPORATORS

That the name and address of the person who is the incorporator is:

<u>Name</u>	<u>Address</u>
Queenie Mahalia Linderman	P. O. Box 51792 Idaho Falls, Idaho 83405

ARTICLE EIGHT

BOARD OF DIRECTORS

The number of directors of this corporation shall be that number designated by the Board of Directors from time to time as set forth in the bylaws, but no fewer than three (3) and no more than fifteen (15). The names and addresses of the persons who are to serve as directors until their successors are appointed and shall qualify are:

<u>Name</u>	<u>Address</u>
Mubangizi Julius Katemba	P. O. Box 582 Kabale, Uganda
Queenie Mahalia Linderman	P. O. Box 51792 Idaho Falls, Idaho 83405
Edward Gerard Dailey III	30 Valley St. Wakefield, Massachusetts 91880

ARTICLE NINE

REGISTERED OFFICE AND AGENT

The location and address of the initial registered office of the corporation is 428 Park Avenue, Idaho Falls, Idaho 83402 and the name of the initial registered agent of the corporation at such address is C. Timothy Hopkins.

ARTICLE TEN

INDEMNIFICATION

The corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by the Idaho Non-profit Corporation Act, and the Idaho Business Corporation Act.

ARTICLE ELEVEN

DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine.

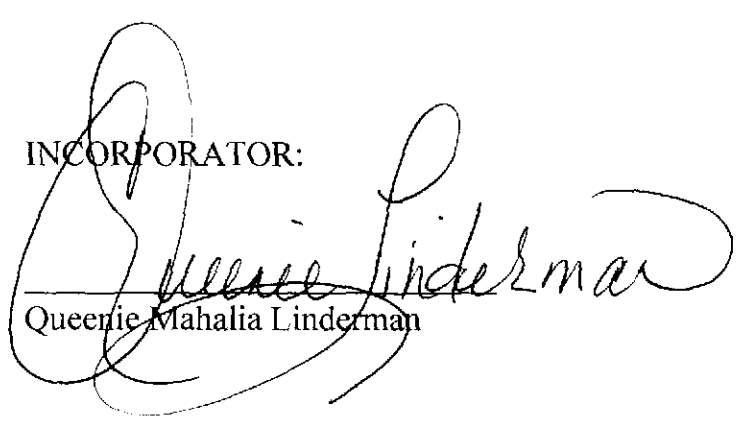
ARTICLE TWELVE

AMENDMENT

All amendments to these Articles shall require approval of the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of December, 2014.

INCORPORATOR:


Queenie Mahalia Linderman