

## CERTIFICATE OF INCORPORATION OF

MINISTRY TO THE AGED, INC.
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of
duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.
ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.
Dated, 19
SECRETARY OF STATE  Musen & Outline Corporation Clerk

## ARTICLES OF INCORPORATION RECEIVED

OF

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MINISTRY TO THE AGED, INC.

A NONPROFIT CORPORATION

SECRETARY OF STATE

WE, THE UNDERSIGNED, all residents of the State of Idaho, and citizens of the United States of America, of full age of majority, have for the purposes of forming a general nonprofit corporation, under and pursuant to Chapter 10, Title 30, Idaho Code, entitled "General Nonprofit Corporations", adopted the following Articles of Incorporation:

- 1. NAME. The name of the Corporation is Ministry to the Aged, Inc.
- 2. NONPROFIT. Ministry to the Aged, Inc. shall be a nonprofit corporation and will not be operated for any pecuniary profit.
- 3. <u>DURATION</u>. The duration of the Corporation shall be perpetual.
- 4. <u>PURPOSES</u>. The purposes of the Corporation are to support and promote the spiritual and physical well-being of the institutionalized and non-institutionalized elderly and their families and friends.
- 5. MEMBERSHIP. The Corporation shall have members.

  The rights, classes and qualifications of members shall be set forth in the bylaws.

6. <u>ADDRESS</u>. The address of the registered office of the Corporation is as follows:

3204 Hawthorne Drive Boise, Idaho 83703

The name of the registered agent of the Corporation at the above address is Richard B. Vering.

7. <u>DIRECTORS</u>. The number of directors constituting the initial Board of Directors shall be seven (7) in number and are as follows:

Richard B. Vering 3204 Hawthorne Dr., Boise ID 83703

Arlene D. Warner 827 Harcourt Rd., Boise, ID 83703

Robert E. Vestal 1905 Montclair Dr., Boise, ID 83702

Larry Hauder 2028 N. 16th, Boise, ID 83702

Marvin Greene 3115 Sycamore Dr., Boise, ID 83703

Emily Case 2835 Model Farm, Meridian, ID 83642

Keith L. Jacobs 3198 Sweetwater, Boise, ID 83706

8. <u>INCORPORATION</u>. The names and addresses of the incorporators are:

Richard B. Vering 3204 Hawthorne Dr., Boise, ID 83703

Arlene D. Warner 827 Harcourt Rd., Boise, ID 83703

Robert E. Vestal 1905 Montclair Dr., Boise, ID 83702

Larry Hauder 2028 N. 16th, Boise, ID 83702

The Corporation shall have all the powers 9. granted corporations under the laws of the State of Idaho. However, notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of the organization set forth in Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended. The Corporation shall have the incidental powers to do everything necessary, suitable or proper for the accomplishment, attainment or furtherance of, to do every other act or thing incidental or, appurtenant to, growing out of, or connected with the purposes, objects or powers set forth in these Articles of Incorporation, whether alone or in association with others; to possess all the rights, powers, privileges now or hereafter conferred by the laws of the State of Idaho upon a general nonprofit corporation organized under the laws of the State of Idaho and, in general, to carry on any of the activities and to do any of the things as a natural person or partnership might or could do, provided that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose, object or power, or to do any act or thing forbidden by law to a nonprofit corporation organized under the

laws of the State of Idaho or a tax exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended.

10. DISTRIBUTION UPON DISSOLUTION. In the event of the dissolution of the Corporation, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation shall be used or distributed exclusively for the purposes within the intendment of Section 501 (c)(3) of the Internal Revenue Code as the same now exists or as it may be amended from time to time.

DATED this 29 day of October, 1980.

Ar<del>l</del>ene D. Warne

SUBSCRIBED AND SWORN to before me this\_

\_\_\_, 1980.

Bully K. All Notary Public for Idaho Residing in Boise