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State of Idaho

Department of State

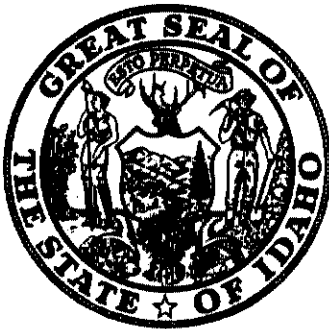
CERTIFICATE OF INCORPORATION OF

OVERCOMING LIFE FELLOWSHIP, INCORPORATED

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 OVERCOMING LIFE FELLOWSHIP, INCORPORATED 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: March 13, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Sheryl Reubens

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ARTICLES OF INCORPORATION
OF
OVERCOMING LIFE FELLOWSHIP, INCORPORATED

STATE OF: IDAHO
COUNTY OF: BANNOCK

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SEC. OF STATE
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ARTICLES OF INCORPORATION
UNDER THE
NONPROFIT CORPORATION ACT

Secretary of State: IDAHO

We, the Incorporators

Incorporators' Names	Number	Street	City	State	Zip
John J. Kyle	1730 W. Quinn Road, #404		Pocatello	Idaho	83201
Steven B. Martin	118 Highland Road		Pocatello	Idaho	83201
Linda S. Kyle	1730 W. Quinn Road, #404		Pocatello	Idaho	83201
Esther Ehlers	4690 Eagle Drive		Chubbuck	Idaho	83202

being natural persons of the age of eighteen years or more and citizens of the United States, for the purpose of forming a corporation under the "Idaho Nonprofit Corporation Act", do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is: OVERCOMING LIFE FELLOWSHIP, INCORPORATED

The corporation is a Religious Nonprofit Corporation.

The management of the corporation's affairs shall be vested in its members, all of whom will sit on the Board of Trustees (Directors).

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The name and address of the initial registered agent and registered office are:

Registered Agent: John J. Kyle

Registered Office: 1730 W. Quinn Road, #404

City, State, Zip: Pocatello, Idaho, 83201

County: Bannock

ARTICLE IV

The initial Board of Trustees (Directors) shall be three or more in number, their names and addresses being as follows:

Trustees' Names	Number	Street	City	State	Zip
John J. Kyle	1730 W. Quinn Road, #404		Pocatello	Idaho	83201
Steven B. Martin	118 Highland Road		Pocatello	Idaho	83201
Linda S. Kyle	1730 W. Quinn Road, #404		Pocatello	Idaho	83201
Esther Ehlers	4690 Eagle Drive		Chubbuck	Idaho	83202

ARTICLE V

The purposes for which the corporation is organized are: to operate exclusively for religious, charitable, educational and distinct ecclesiastical purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law thereto, and such purposes shall include the following:

(a) Religious.

(b) To conduct a local church by the direction of the Lord Jesus Christ and under the leadership of the Holy Spirit in accordance with all of the Commandments and provisions as set forth in the Holy Bible, the irrevocable Word of God. Pursuant thereto, the following activities and guidelines shall be established:

1. A recognized Creed, Code of Doctrine, discipline and form of worship shall be established.
11. An ecclesiastical form of government shall be established.
111. Ordination of ministers upon completion of the prescribed course of study, designated by this church ministry.
- iv. An organization of ministers shall be established to minister to the congregation of OVERCOMING LIFE FELLOWSHIP, INCORPORATED.

- v. Establishment of a congregation membership based upon acceptance of a recognized creed and belief and support of the church.
- vi. Spread the Word of the Gospel through seminars, radio, television, establishment of church literature, and other forms of mass media for the purpose of educating the individual in the Word of God.
- vii. Establishment of various religious services pursuant to the recognized Creed, form of worship, code of doctrine and discipline of the church and the establishment of Sunday Schools and religious Schools for Christians and educational instruction to the young and to the old.
- viii. Establishing a Bible Training School or School of Theology (not considered an accredited educational institution) for the preparation of ministers who minister to OVERCOMING LIFE FELLOWSHIP, INCORPORATED.
- (c) Minister the Word of God to the faithful, and all others.
- (d) Promote and encourage, through the ministry of the organization, cooperation with other organizations ministering within the community.
- (e) To acquire and hold such property, either real or personal, for church purposes, as may be necessary for its membership and the worship of God.

ARTICLE VI

In accordance with and in addition to the powers conferred by the laws of the State of IDAHO, the Non-profit Corporation shall have the following powers:

- (a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.

- (b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credit.
- (c) To acquire, own, lease, mortgage and dispose of property, both real and personal.
- (d) To conduct and carry on religious services and instruction through the public media, including electronic broadcasting, AM and FM radio, telecasting, microwave distribution, closed circuit transmission, and cable television.
- (e) To acquire, own and operate such broadcasting and/or telecasting facilities.
- (f) To accept property and donations in trust for religious or charitable purposes.
- (g) To acquire, hold, own, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock, bonds, obligations or other securities of other corporations, domestic or foreign, as investments or otherwise, in carrying out any of the purposes of the corporation and, while the owner thereof, to exercise all rights, powers and privileges of ownership, including the power to vote thereon.

ARTICLE VII

OVERCOMING LIFE FELLOWSHIP, INCORPORATED is not organized for pecuniary gain or profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any members, directors, trustees or individuals, except that OVERCOMING LIFE FELLOWSHIP, INCORPORATED shall be authorized and empowered to pay and to be paid a reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. No substantial part of the activities of OVERCOMING LIFE FELLOWSHIP, INCORPORATED shall be the carrying on of propaganda or otherwise attempting to influence legislation, and OVERCOMING LIFE FELLOWSHIP, INCORPORATED shall not participate in or intervene in (including the publishing or distribution of statements) a political campaign.

Notwithstanding any other provisions of these Articles, OVERCOMING LIFE FELLOWSHIP, INCORPORATED shall not carry on any other activities not permitted to be carried on by:

(a) A corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law or,

(b) A corporation, contributions to which are deductible under Sections 170 (c) (2) and 509 (a) (1) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

(c) In the event of the dissolution of this corporation, or in the event it shall cease to carry out the objectives and purposes herein set forth, all of the business, property and assets of the corporation shall go and be distributed to such non-profit corporation qualifying as an organization exempt under the provisions of Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose, as the directors or trustees of the corporation may select and designate; and in no event shall any of said assets or property, in the event of dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated or contributed by such members, or for any other such purpose. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is located, exclusively for such purposes, or the organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Special provisions authorized or permitted by statute to be contained in the Articles of Incorporation are shown as follows:

ARTICLE VIII

This corporation is organized pursuant to the provisions of the IDAHO Non-profit Corporation Code. All trustees of this corporation now in good and regular standing, and such other members as the Board of Trustees shall from time to time admit to membership, shall be members of this corporation.

ARTICLE IX

The business and property of the corporation shall be managed by a Board of three or more Trustees (Directors). The present trustees now duly constituted and elected shall constitute the Board of Trustees and they shall hold their offices permanently and so far as may be until other or further election. In the event of the inability of any trustee to act, or in the event of the death of any trustee, the remaining trustees shall elect another trustee, or trustees, to fill the vacancy or vacancies, thus created. Each trustee shall be a member in good standing of the corporation. A new trustee shall be elected by a majority vote of the total trustees, excluding the trustee whose position is being filled by vote.

(a) The trustees in their collective capacity shall be known as the Board of Trustees and under that name shall constitute the governing body, and shall conduct and transact all business of the corporation.

(b) The trustees shall have power and authority to hold an annual meeting of the Board of Trustees and may likewise hold special meetings as may be determined by the Board of Trustees. The annual meeting, if and when held, shall be held at the offices of the corporation in

CHUBBUCK, IDAHO on the first Monday of February in each year at the hour of 7:00 P.M. of such day, or as soon thereafter in each year as is possible for the trustees to call such meeting; and any special meetings may be held at such time as the trustees may determine, and all meetings shall be held at the offices of the corporation in CHUBBUCK, IDAHO.

(c) The Board of Trustees shall have and is hereby given power and authority to provide for the qualifications and requirements for membership which without doctrinal provisions or terminology shall primarily require a belief in the Christian religion and in the salvation of men by grace through faith in the shed blood of Jesus Christ as the only atonement made for sin, and in the Trinity of the Godhead and the church as one Spiritual Body made up of all true believers and shall provide the means and manner of admission for membership, which admission shall be free of charge therefore, and shall likewise provide means for suspension from its membership.

(d) The Board of Trustees shall have authority and power, which is hereby given, to provide suitable and proper means and religious ceremony and required tests and qualifications for entrance into the ministry of the church, hereby being established and organized and by and through the means as established and administered that any and all applicants may be inducted into the ministry thereby license, commission or full ordination with all church authority possible for any church or ecclesiastical body to be given or to possess or to administer, giving therein authority to administer all sacred services of ecclesiastical bodies and to include all sacred and sacramental services, and to further include the marriage services and together with the sacred services of baptism.

(e) The Board of Trustees shall have the authority and power, which is hereby given, to establish, institute, operate and maintain any and all such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles as may be deemed appropriate and advisable by said Board of Trustees for the propagation of the Gospel and Christian and religious worship and where within the United States of America and/or in any other country.

(f) The Board of Trustees of OVERCOMING LIFE FELLOWSHIP, INCORPORATED shall have power and authority which is hereby given, to negotiate or designate agents to negotiate all of the business transactions, all receipts and all disbursements, for any such additional departments, associations, institutions, schools, mission stations, programs, and/or any and all such other vehicles established or instituted by this corporation.

(g) A majority of the trustees shall constitute a quorum for the transaction by the Board of Trustees of any and all business, in accordance with the laws of the State of IDAHO.

ARTICLE X

The manner in which the directors or trustees of the corporation shall be elected or appointed shall be governed by the provisions of the By-laws of the corporation.

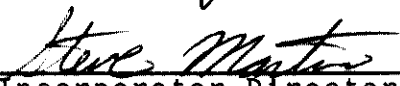
The corporation shall be a sovereign body, and the regulation of the internal affairs of the corporation shall be governed by the provisions of the By-laws of the corporation.

The place where the business of OVERCOMING LIFE FELLOWSHIP, INCORPORATED shall be transacted is CHUBBUCK, IDAHO, where said principal office shall be.

This action was taken by unanimous written consent of all Board of Trustees of the corporation in accordance with the appropriate statutes of the State of IDAHO requiring no notice and received the vote of a majority of the Board of Trustees in office, there being no members having voting rights in respect thereof.

IN WITNESS WHEREOF, we, the undersigned Incorporators, have hereunto set our hands in CHUBBUCK, IDAHO on this 9 day of MARCH, 1992.

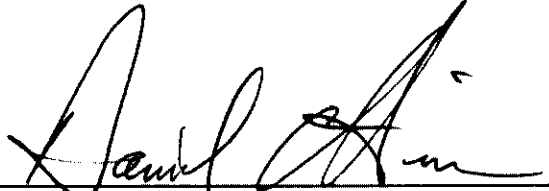

Incorporator Director (Trustee)
John J. Kyle


Incorporator Director (Trustee)
Steven B. Martin


Incorporator Director (Trustee)
Linda S. Kyle


Incorporator Director (Trustee)
Esther Ehlers

Subscribed and sworn to by JOHN J. KYLE, STEVEN B. MARTIN, LINDA S. KYLE, AND ESTHER EHLERS before me on this 9th day of March, 1992.


NOTARY PUBLIC

My Commission Expires:

MY COMMISSION EXPIRES
NOTARY PUBLIC
RESIDING AT 1001 N. 1000 E.

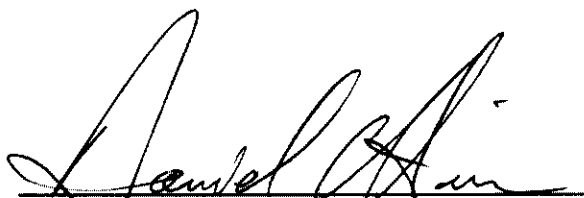
STATE OF IDAHO

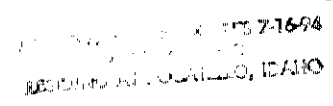
COUNTY OF BANNOCK

Before me, the undersigned, a Notary Public, in and for said county and state, on this 9 day of MARCH, 1992, personally appeared JOHN J. KYLE, STEVEN B. MARTIN, LINDA S. KYLE, AND ESTHER EHLERS, each known to me to be the persons whose names are subscribed to the foregoing instrument and each acknowledged to me that they executed the same as their free and voluntary act and deed for the uses and purposes therein set forth.

In testimony whereof, I hereunto subscribe my name and affix the seal of office this 9th day of March, 1992.

Subscribed and sworn to by the above named persons, before me on this 9th day of March, 1992.


NOTARY PUBLIC

My Commission Expires:  7-16-94
RESIDENTIAL COUNSELOR, IDAHO