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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

RELATIONS

HUMAN



EDUCATION FOUNDATION, INC.

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STATE OF IDAHO

ARTICLE I.

The name of this corporation is HUMAN RELATIONS EDUCATION FOUNDATION, INC.

ARTICLE II.

This is a non-profit corporation without members.

ARTICLE III.

This corporation shall have perpetual duration.

ARTICLE IV.

The purposes and objectives for which this corporation is formed are the following:

1. To serve as the educational arm of the Kootenai County Task Force on Human Relations.
2. To promote a greater understanding and depth of knowledge of the value of human rights and the celebration of diversity through educational projects.
3. To promote a positive and accurate image of the acceptance of racial and religious differences among citizens of the Northwest.
4. To sponsor educational activities, workshops, conferences that will promote positive human relations.
5. To disseminate information accumulated through research, discussion and debate to interested groups and individuals.

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6. To distribute grants and scholarships in support of diversity to individuals and organizations.

7. To co-operate with other organizations from time to time to further the purposes of this corporation.

8. To raise funds for the operation of the corporation's educational activities.

9. To do any other lawful activity necessary to carry out the purposes of the corporation.

ARTICLE V.

The corporation shall have the following powers:

1. To sue and be sued before competent tribunals at the will of the directors.

2. To own, buy, sell, lease, assign, mortgage, hypothecate and by all lawful acts, deal in real and personal property, including the erection and maintenance of buildings and the obtaining of personal property which would further the interests of the corporation.

3. To establish bank accounts, charge dues and fees, solicit money, engage in non-profit enterprises, raise money, hire and fire employees, make loans, acquire loans, delay in choices of action, and engage in any enterprises connected to the purposes herein established in any lawful way, so long as the same are of a non-profit nature.

4. To issue bonds, notes and other instruments of debt and to deal in the stocks, bonds, notes, mortgages and debt instruments of any other person firm or corporation.

5. To join or merge with any other group, firm, association, or corporation, non-profit in nature, whose purposes are not in conflict with those herein stated.

ARTICLE VI.

This is not a membership corporation. The manner of selecting directors and conducting the business of the corporation shall be established by the By-laws.

ARTICLE VII.

No part of the net earnings 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 have the power to make reimbursement for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article IV hereof.

ARTICLE VIII.

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as the board of directors shall determine. 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 then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX.

The location and post office of the registered office of the corporation is c/o Norm Gissel, 1424 Sherman Avenue, Suite 100, Coeur d'Alene, Idaho 83814. Norm Gissel is resident agent and incorporator.

ARTICLE X.

The number of directors of this corporation shall not be less than three nor more than twenty-five.

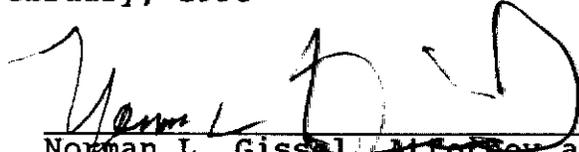
The names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Josh Buehner	12490 N. Chase Road Rathdrum, Idaho 83858
Norm Gissel	1424 Sherman Avenue, Suite 100 Coeur d'Alene, Idaho, 83814
Jo Ann Harvey	6014 N. Mount Carrol Coeur d'Alene, Idaho 83814
Lorraine Landwehr	P. O. Box 699 Hayden Lake, Idaho 83835
Lucy Lepinski	1901 Lunceford Lane Coeur d'Alene, Idaho 83814
Mary Lou Reed	10 Giesa Road Coeur d'Alene, Idaho 83814

Tony Stewart

P. O. Box 2725
Coeur d'Alene, Idaho 83816

Dated this 3rd day of February, 1998


Norman L. Gissel, Attorney at Law

STATE OF IDAHO)
)SS.
County of Kootenai)

I, P. LATHAM, a Notary Public, do hereby certify that on this 3 day of February, 1998, personally appeared before me NORMAN L. GISSEL, who, being by me first duly sworn, declared that he is the Incorporator of HUMAN RELATIONS EDUCATION FOUNDATION, INC., that he signed the foregoing document as Incorporator of the corporation and that the statements therein contained are true.


NOTARY PUBLIC in and for the State
of Idaho, residing at Coeur d'Alene
My Commission Expires 9-1-99