



**CERTIFICATE OF INCORPORATION  
OF**

**JENTA INDUSTRIES, 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 the above named corporation, duly signed pursuant to the provisions of the Idaho Business 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 20, 1989**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by:

*M. J. Jansman*

ARTICLES OF INCORPORATION OF

JENTA INDUSTRIES, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Non-Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Jenta Industries, Inc. The corporation shall commence business with the filing of these Articles.

SECOND: The period of existence and duration of the life of this corporation is perpetual.

THIRD: This organization is organized exclusively for CHARITABLE purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. The purpose of the corporation shall be to raise funds for serious and terminally ill children and provide them with stuffed animals during their hospital stay.

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

FOURTH: The address of the initial registered office of the corporation is 507 North B, Grangeville, Idaho and the name of its initial registered agent at such address is Carolyn A. Haning.

FIFTH: The affairs of this corporation shall be managed by a board of directors. The qualifications of the directors, together with the terms of the office, manner of election, removal, number, filling of vacancies and of newly created directorships, powers, duties, and liabilities shall, except as otherwise provided in these Articles or by the laws of the State of Idaho, be as prescribed by the By-Laws.

1       SIXTH: Provisions for membership in the corporation shall be  
2 governed by the By-Laws. The members shall be subject to such  
3 dues and assessments as may be provided by the By-Laws.

4       SEVENTH: By-Laws of the corporation shall be adopted by the  
5 directors and may be amended only as provided therein, provided  
6 that such By-Laws and amendments thereto shall not conflict with  
7 the provisions of these Articles of Incorporation or of the laws  
8 of any governmental entity.

9       EIGHTH: The Articles of Incorporation, except Articles  
10 Seventh and Tenth hereby, may be amended by a vote of two-thirds  
11 (2/3) of the members of the corporation at any annual meeting, or  
12 at a special meeting called for that purpose.

13       NINTH: The rights and interests of all members shall be  
14 equal and no member can have or acquire a greater interest thereon  
15 than any other member. The corporation shall not issue any  
16 capital stock. The corporation is organized on a non-stock basis,  
17 and there shall be members in lieu of stockholders. Certificates  
18 of membership shall be issued to members.

19       TENTH: No part of the net earnings of this corporation shall  
20 be distributed to, or inure to the benefit of, any member,  
21 director, or officer of this corporation, contributor or private  
22 individual. In the event of dissolution, winding up, or other  
23 liquidation of the assets of this corporation, its assets shall be  
24 distributed to non-profit and charitable corporations or  
25 institutions as may be designated by the directors to be used for  
26 purposes similar to those of this corporation.

27       ELEVENTH: The names and addresses of each incorporator is:  
28 Carolyn A. Haning, P. O. Box 509, Grangeville, Idaho 83530

29       TWELFTH: The number of directors constituting the initial  
30 board of directors of the corporation is one, and the names and  
31 addresses of the persons who are to serve as directors until the  
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1 first annual meeting of members or until their successors are  
2 elected and shall qualify are:

3 Carolyn A. Haning, P. O. Box 509, Grangeville, Idaho 83530

4 IN WITNESS WHEREOF, for the purpose of forming this  
5 corporation under the laws of the State of Idaho as  
6 aforementioned, the undersigned, constituting the incorporators of  
7 this corporation, have executed these Articles of Incorporation  
8 this 10<sup>th</sup> day of March, 1989.

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12 CAROLYN A. HANING  
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