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STATE OF IDAHO

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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

**CENTER FOR BEHAVIOR PROBLEMS, INC.
(A Nonprofit Corporation)**

We, the undersigned, acting as incorporators of a nonprofit corporation ("Corporation") under the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Articles of Incorporation ("Articles").

ARTICLE I - NAME

The name of the Corporation is **CENTER FOR BEHAVIOR PROBLEMS, INC.**

ARTICLE II - NONPROFIT STATUS

The Corporation is a nonprofit corporation.

ARTICLE III - PERIOD OF DURATION

The period of duration of the life of the Corporation is perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The location of the Corporation is in the City of Twin Falls, County of Twin Falls, and in the State of Idaho. The address of the initial registered office is 925 Shoshone Street N., Twin Falls, Idaho, and the name of the initial registered agent at this address is Tammie Casteel.

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ARTICLE V - PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

A. The principal purpose of this nonprofit corporation shall include, but not be limited to soliciting and/or receiving gifts, bequests, and devises otherwise, monies and property, real and personal, of whatsoever kind or nature, to be held, managed, and used exclusively for the benefit of Center for Behavior Problems, Inc., which shall be a school dedicated to autistic children.

B. Charitable, religious, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).

C. The transaction of any lawful activity.

D. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

ARTICLE VI - LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, 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 V hereof. No substantial part of the activities of the Corporation shall be the carrying on of propoganda, 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 the 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 VII - MEMBERS

The Corporation shall not have any members.

ARTICLE VIII - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

ARTICLES OF INCORPORATION\3

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1. Tammie Casteel
925 Shoshone Street North
Twin Falls, Idaho 83301
2. Chris Casteel
925 Shoshone Street North
Twin Falls, Idaho 83301
3. Pamela Ann Rebolo
935 shoshone Street North
Twin Falls, Idaho 83301

ARTICLE IX - BOARD OF DIRECTORS

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the 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 as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such Court shall determine to be consistent with the purposes of the Corporation.

ARTICLE X - INCORPORATORS

The names and addresses of the incorporators are:

1. Tammie Casteel
925 Shoshone Street North
Twin Falls, Idaho 83301

2. Chris Casteel
925 Shoshone Street North
Twin Falls, Idaho 83301

ARTICLE XI - BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this _____ of _____, 1997.

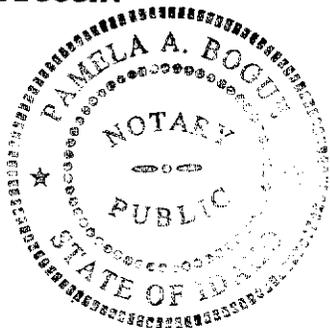
Tammie Casteel
TAMMIE CASTEEL

Chris Casteel
CHRIS CASTEEL

STATE OF IDAHO)
County of Twin Falls) ss.

The undersigned, a Notary Public for the State of Idaho, does hereby certify that on this 18th day of August, 1997, personally appeared before me, TAMMIE CASTEEL, who being by me first duly sworn, declared that she is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

IN WITNESS WHEREOF, I have heretofore set my hand and affixed my official seal the day and year in this certificate first above written.

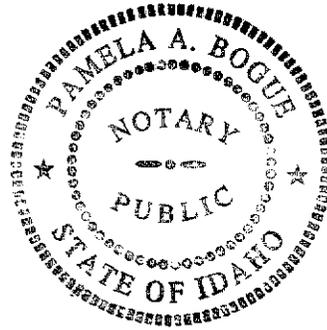


Pamela A. Bogue
NOTARY PUBLIC
Residing at: _____
My Commission Expires: 8-20-99

STATE OF IDAHO)
) ss.
County of Twin Falls)

The undersigned, a Notary Public for the State of Idaho, does hereby certify that on this 18th day of August, 1997, personally appeared before me, CHRIS CASTEEL, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

IN WITNESS WHEREOF, I have heretofore set my hand and affixed my official seal the day and year in this certificate first above written.



Pamela A. Bogue
NOTARY PUBLIC
Residing at: _____
My Commission Expires: 8-20-99