

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

IDAHO COMMUNITY DEVELOPMENT CORPORATION, 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 _____

IDAHO COMMUNITY DEVELOPMENT CORPORATION, INC.

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 December 15, 1986



Pete T. Cenarrusa

SECRETARY OF STATE

Shirley Lindstrom
Corporation Clerk

ARTICLES OF INCORPORATION

IDAHO COMMUNITY DEVELOPMENT CORPORATION, INC.

RECEIVED
SECRETARY

We, the undersigned, hereby form a non-profit corporation under Title 30, Chapter 3 of the Idaho Code and adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be

"Idaho Community Development Corporation, Inc. "

ARTICLE II

STATUS AND DURATION

- a) The corporation shall be a non-profit corporation.
- b) The existence of the corporation shall be perpetual.

ARTICLE III

PURPOSES

- a) This corporation is organized for charitable and educational purposes as may qualify it as 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). More specifically, such purposes include, but are not limited to, those set out in subsection (b) of this article.
- b) The purposes of this corporation shall be:
 - 1) To provide technical assistance to rural, low-income communities, and residents in the development and financing of safe water and/or sewer systems.
 - 2) To provide technical support, and assistance, to units of local government, community based organizations, and low-income individuals in the development of safe housing.
 - 3) To provide technical assistance and training in management, grant writing, proposal writing, and economic development to low-income units of local government, other non-profit corporations, and associations.

4) Advocate for those regulations and rules which, support the low-income, handicapped, and other disadvantaged residents in Idaho, with regards to housing, water/sewer, and the environment; by urging the public to attend public hearings, and providing public comment.

5) To assist the low-income citizens of Idaho in obtaining affordable energy and utility programs.

6) To assist citizens, and other community based organizations by providing them training and technical assistance.

7) To assist the low-income citizens and community based organizations through job development, job training, and volunteerism.

8) In furtherance, but not in limitation, of the foregoing purposes, the corporation shall have the following general purposes and powers:

a) To receive and administer funds and contributions received by grant, gift, deed, bequest or devise, and otherwise to acquire money, securities, property, real, personal and mixed, rights and services of every kind and description, and to hold, lend, make guarantees, invest, expend, contribute, use, sell, or otherwise dispose of any money, securities, property, real, personal and mixed, rights or services so acquired for the purpose above mentioned;

b) To borrow money and to make, accept, endorse, execute and issue bonds, debentures, promissary notes, and other corporate obligations, for moneys borrowed, or in payment for property acquired or for any of the purposes of the corporation, and to secure payment of any such obligation by mortgage, pledge, deed, indenture, agreement or any other instrument of trust, or by other lien upon, assignment of or agreement in regard to all or any part of the property, rights or privileges of the corporation;

c) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible, all as the corporation's board of directors shall deem advisable and as may be permitted by law;

d) To do all such other acts as are necessary or convenient to accomplish the object and purposes herein set forth to the same extent and as fully as any natural person could or might do and as are not forbidden by law or by these Articles of Incorporation, or by the Bylaws of the Corporation; and

e) To have all powers that may be conferred upon nonprofit corporations formed under the Idaho Business Corporation Act.

ARTICLE IV

NON-PROFIT PROVISIONS

No part of the net earnings 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 3 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, 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 any other provision 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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

DISSOLUTION

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 of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization, or organizations organized and operated exclusively for such charitable and educational purposes, as may be consistent with the purposes of the corporation or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), 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 district court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation is 310 E. Center Street, Pocatello, Idaho 83201.

The resident agent of the Corporation is Roger Turner.

ARTICLE VII

DIRECTORS

The initial board of Directors shall consist of 3 directors. This number may be increased or decreased by the bylaws of the Corporation.

The names and street addresses of the initial Board of Directors are as follows:

Roger Turner	President
_____	_____
NAME	Initial Office

307 N. Buchanan Ave.

 Pocatello, Idaho 83204

 STREET ADDRESS

Nancy Coates	Secretary
_____	_____
NAME	Initial Office

Rt. 1 Box 289 B1/ Darnell 25

 Riverton, Wyoming 82501

 STREET ADDRESS

Jim Coates	Vice-president & Treasurer
_____	_____
NAME	Initial Office

Rt. 1 Box 289 B1/ Darnell 25

 Riverton, Wyoming 82501

 STREET ADDRESS

Executed by the undersigned incorporators in duplicate original on this 31st day of October, 1986.

Roger Turner
NAME

307 N. Buchanan Ave
Pocatello, Id 83204
STREET ADDRESS

Terra McLean 7/11/1991

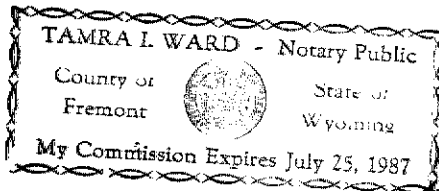
Executed by the undersigned incorporators in duplicate original on this _____ day of _____, 1986.

Jim Coates
NAME

Rt 1 Box 289 B1 / Box BD
Riverton, Wyoming 82501
STREET ADDRESS

Nancy Coates
NAME

Rt. 1 Box 289 B1
Riverton, Wyoming 82501
STREET ADDRESS



Tamra Ward 11/12/86