

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION
OF

FOOTHILLS BAPTIST CHURCH, INC.
File number C 107823

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 FOOTHILLS BAPTIST CHURCH, 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: September 29, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Deines*

ARTICLES OF INCORPORATION
of the
FOOTHILLS BAPTIST CHURCH, INC.
123 Poplar Ave. East
FAIRFIELD, IDAHO 83327

Be it known that we, the undersigned, all of whom are of full age and citizens of the United States and residents of the State of Idaho, do voluntarily associate ourselves together for the purpose of forming a non-profit, religious corporation under that laws of the State of Idaho, and particularly under Chapter 11 of Title 30 of the Idaho Code and we hereby make, subscribe and execute the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be Foothills Baptist Church, Inc.

ARTICLE II - MEMBERSHIP

The membership of the corporation shall consist of those persons who are members of the Foothills Baptist Church, Inc., Membership qualifications shall be defined in the By-Laws of the corporation.

ARTICLE III - REGISTERED OFFICE AND REGISTERED AGENT

The registered office shall be 720 1st Street, Fairfield, Idaho. The registered agent of the corporation shall be Thomas H. Rice, P.O. Box 123, Fairfield, Idaho 83327.

ARTICLE IV - PURPOSE

The purpose of the corporation shall be to proclaim the Gospel of Jesus Christ, publicly and privately, locally and to the ends of the earth, to give its members and others opportunity for worship, to learn the teachings of the Bible, grow and mature spiritually and serve others as opportunity may afford.

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ARTICLE V - DURATION OF THE CORPORATION

The duration of the corporation shall be perpetual, or until such time as it is terminated by a 2/3 majority of the active members and present and voting at a meeting duly called for the purpose of disbanding the corporation.

In the event the corporation shall cease to exist, for any reason, the total assets will revert to the Magic Valley Baptist Association to be used for the above stated purposes by the same.

ARTICLE VI - TRUSTEES

The assets and the operations of the corporation shall be held in trust by at least three (3) "Trustees". The trustees have been elected according to the constitution adopted by the Foothills Baptist Church Inc., of Fairfield, Idaho, July 3rd, 1994, and in keeping with the laws of the State of Idaho.

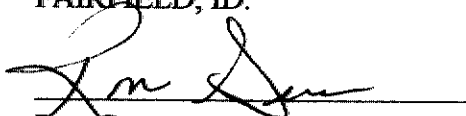
It is, further, the purpose of the corporation (church) to establish, own, and maintain a place, or places of worship and Christian education, to acquire by purchase, gift, devise or bequest personal property or real estate for the purposes of the corporation (church). The corporation (church), through its trustees, has the power to purchase, lease, rent, exchange, hire, buy, sell, mortgage or encumber, hold lands and tenements, improved or unimproved, real or personal, or any interest therein to carry out the stated purposes of the corporation (church), and to have and exercise any and all other powers granted by the laws of the State of Idaho to corporations organized for non-profit, religious purposes.

The corporation (church) is organized as a non-profit, religious corporation (church) and, therefore, does not afford pecuniary gain, incidental or otherwise, to its members.

The above powers shall be exercised only upon specific authorization by the Foothills Baptist Church Inc., of Fairfield, Idaho, by a 2/3 majority vote of the active members present at a meeting duly announced for that purpose.

The FOOTHILLS BAPTIST CHURCH, INC., OF FAIRFIELD, IDAHO, elected from the trustees a "President" and "Secretary" for the corporation, who shall be the legal signatures for the corporation.

The following trustees were elected by the church on Sunday, July 17th, 1994 and shall serve as the initial incorporators and directors of the corporation. Procedures for the election of new Trustees shall be set forth in the By-Laws of the FOOTHILLS BAPTIST CHURCH INC., FAIRFIELD, ID.



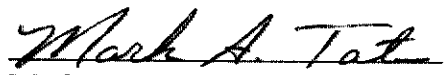
Ron Geer (Date)

rt. 1 Box 1360
Fairfield, Idaho
83327



Tom Rice (Date)

P.O. Box 123
Fairfield, Idaho
83327



Mark Tate (Date)

P.O. Box 457
Fairfield, Idaho
83327