

FILED EFFECTIVE

**ARTICLES OF INCORPORATION
OF
LEAST OF THESE, INC
A NOT-FOR-PROFIT CORPORATION**

09 DEC 29 AM 8:26

SECRETARY OF STATE
STATE OF IDAHO

We, the undersigned, being natural persons of full age, and citizens of the United States, do hereby, under the laws of the State of Idaho form a Nonprofit Corporation.

ARTICLE I NAME

The name of the organization shall be Least of These, Inc.

ARTICLE II PURPOSES

The following are the purposes for which this organization has been organized:

This organization is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue code or corresponding section of any future tax code.

To conduct activities intended to help disadvantaged children of the world in areas including, but not limited to Food, Water, Health, Education, and overall quality of life. Our methods will include gathering and forwarding donations, overseeing educational sponsorships, and organizing volunteer groups to work with and help care for the children.

ARTICLE III MEMBERSHIP

The membership at large consists of those who wish to help children in need.

ARTICLE IV BOARD OF DIRECTORS

The business of this organization shall be managed by a Board of Directors consisting of four (4) or more members. At least one of the directors appointed shall be a resident of the State of Idaho and a citizen of the United States.

The Board Members shall serve for a term of two (2) years. At the end of two years, the board member may choose to renew his/her appointment subject to approval of a majority vote of the board. 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 by the Bylaws of the Corporation.

IDAHO SECRETARY OF STATE
12/29/2009 05:00
CK: 1239 CT: 200740 BH: 1200964
1 @ 30.00 = 30.00 INC MEMP # 2

C185653

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

NAME:	ADDRESS:
Stephani Merrigan	1724 Cedar St Rupert, ID 83350
Dennis M Herbold	PO Box 533 Rupert, ID 83350
Corrie McArthur	275 E 1600 N Rupert, ID 83350
LaVonna Staker	33 E Baseline Rd Rupert, ID 83350

ARTICLE V LIMITATIONS

No part of the monies received or the assets of the Corporation shall be used to the benefit of or be distributed 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 II hereof. No substantial part of the activities of the Corporation shall be for 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 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 VI DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of directors shall, after paying or making provision for the payment of all 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 the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner 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 purpose or to such organizations, as such court shall determine to be consistent with the purposes of the corporation.

ARTICLE VII INCORPORATORS AND REGISTERED AGENT


The name and street address of the incorporator and registered agent is Stephani Merrigan, 529 F St, Rupert, ID 83350.


ARTICLE VIII BYLAWS

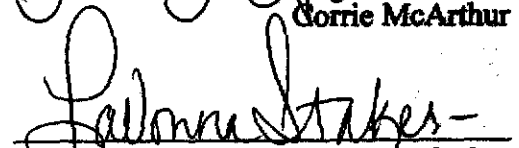
Provisions for the regulations of the internal affairs of the Corporation shall be set forth in the Bylaws.

Dated this 23rd day of December, 2009


Stephani Merrigan


Dennis M Herbold


Corrie McArthur


LaVonna Staker