



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

GREENLEAF FRIENDS ACADEMY

was filed in the office of the Secretary of State on the **twenty-fifth** day of **August** A.D., One Thousand Nine Hundred **seventy** and **will be** ~~-----~~ **microfilm** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by **Ch 39 T 33** Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **Perpetual Existence** from the date hereof, with its registered office in this State located at **Greenleaf, Idaho** in the County of **Canyon**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **25th** day of **August**, A.D., 19 **70**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLE OF INCORPORATION
OF
GREENLEAF FRIENDS ACADEMY

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age and citizens of the United States of America, in order to form a corporation as an Institution of Learning pursuant to the laws of the State of Idaho, do hereby certify as follows:

ARTICLE I

The name assumed by this corporation and by which it shall be known is

GREENLEAF FRIENDS ACADEMY

ARTICLE II

The purposes for which this corporation is formed are as follows:

(a) To establish and maintain an educational institution where students may obtain an education in such subjects as are usually taught in public schools, including the arts, sciences, literature, and moral, mental and physical culture, and to grant such honors as are usually conferred by like institutions and to give suitable diplomas;

(b) To establish, maintain and operate a Christian Academy;

(c) To acquire property, both real and personal, by purchase, lease, gift, devise, bequest or otherwise, and to hold, invest, use, lease, operate, improve, develop, sell or otherwise dispose of, and to mortgage or otherwise encumber in general, and in every way to invest in, own and deal in and with personal

property and realproperty, both improved and unimproved, all for the purposes herein set forth;

(d) To incur indebtedness, and to issue bonds, debentures, notes, bills of exchange and other obligations of this corporation from time to time for any of the purposes of the corporation, and to mortgage, pledge, hypothecate and convey in trust any and all of its property to secure the payment thereof;

(e) To purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations, and, while the owner of such stock, to exercise the rights, powers and privileges of ownership, including the right to vote thereon, all for the purposes herein set forth;

(f) To enter into, make, perform and carry out contracts of every kind and nature and for the purposes herein set forth, with any person, firm, association or public, private or quasi-public firm or corporation, or any municipality or any government, or any subdivision, district or department thereof;

(g) To do any and all such other acts, things, business or businesses in any manner connected with or necessary, incidental, convenient or auxiliary to any of the purposes hereinbefore enumerated, or calculated, directly or indirectly, to promote the interests of the corporation and the general public; and in carrying on and operating said Academy to do any and all acts and things, and to exercise any and all other powers which a co-partner or natural person could do or exercise, and which may now or hereafter be authorized by law, and in any part of the world; and

(h) To possess all the powers authorized and allowed to nonprofit corporations under the laws of the State of Idaho.

This corporation is formed solely and exclusively for charitable purposes, and no pecuniary gain or profit shall ever inure to any director or trustee of this corporation, or to any other person or corporation, and the earnings, if any, of this corporation shall be used exclusively for the purpose for which this corporation is formed, as hereinabove described, and no part thereof shall ever inure to the benefit of any member or other individual or corporation. No member or trustee of this corporation shall have any personal, proprietary, or beneficial interest in the property of this corporation, either during its corporate existence or on its dissolution, it being expressly provided that all property acquired by the corporation, real or personal, and all increments, interests, or earnings thereof are and shall be devoted in perpetuity and irrevocably dedicated to charitable, educational and religious purposes, and in the event of the liquidation, dissolution or abandonment of this corporation, its property will not inure to the benefit of any private person; but after satisfaction of any outstanding obligations, the balance remaining shall be administered by Greenleaf Friends Church for charitable, educational or religious purposes.

ARTICLE III

The office and principal place of business of this corporation shall be at Greenleaf, Canyon County, State of Idaho, and the duration of this corporation shall be perpetual.

ARTICLE IV

This corporation shall have no capital stock. The sources of revenue and income are from tuitions, donations, gifts, bequests and income from properties.

ARTICLE V

The members of this corporation consist of the members of the Board of Trustees, not to exceed twenty-four (24) in number, the pastor of the Greenleaf Friends Church and the Principal of the Academy ex-officio. The Trustees shall be elected for a three-year term except when filling an unexpired vacancy. Of the not more than eight (8) Trustees to be chosen annually, not more than two (2) shall be nominated by the Greenleaf Friends Church, (an Idaho corporation), not more than one (1) by the Alumni Association of the Academy, not more than one (1) by the Board of Trustees of the Academy, and one (1) from each of the four (4) Friends Church Areas as prescribed in the by-laws of this corporation. All nominations shall be submitted to the Greenleaf Friends Church for election at its regular June business meeting. The names and addresses of the Trustees are as follows:

Cecil R. Binford	Route 6 Caldwell, Idaho
Clair S. Smith	Route 6 Caldwell, Idaho
Morris E. Ankeny	Route 2 Caldwell, Idaho
Lavonda Ehrlich	Greenleaf, Idaho
Grace Y. Roberts	Greenleaf, Idaho
Leland M. Hibbs	Route 2 Caldwell, Idaho

IN WITNESS WHEREOF, For the purpose of forming this corporation under the statutes of the State of Idaho, we, the undersigned, constituting the incorporators of this corporation,

have executed these Articles of Incorporation this 8th day of August, 1970.

Cecil R. Binford
Cecil R. Binford

Clair S. Smith
Clair S. Smith

Morris E. Ankeny
Morris E. Ankeny

Lavonda Ehrlich
Lavonda Ehrlich

Grace Y. Roberts
Grace Y. Roberts

Leland M. Hibbs
Leland M. Hibbs

STATE OF IDAHO)
County of Canyon) ss.

On this 8th day of August, 1970, before me, ROBERT L. ALEXANDERSON, a Notary Public in and for said State, personally appeared CECIL R. BINFORD, CLAIR S. SMITH, MORRIS E. ANKENY, LAVONDA EHRLICH, GRACE Y. ROBERTS and LELAND M. HIBBS, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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

Robert L. Alexander
Notary Public for Idaho
Residing at Caldwell, Idaho

(SEAL)

My commission expires: May 30, 1974