RESTATED ARTICLES OF INCORPORATION OF PRAISE, INC.

The undersigned, acting as the original incorporators and present directors of a reprofit corporation ("Corporation") organized under and pursuant to the Idaho National Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Research articles of Incorporation for the Corporation.

ARTICLE I. NAME.

The name of the Corporation is Praise, Inc.

ARTICLE II. NONPROFIT STATUS.

The corporation is a nonprofit corporation.

ARTICLE III. PERIOD OF DURATION.

The period of duration of the Corporation is perpetual.

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ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT.

The location of this Corporation is in the City of Caldwell, County of Canyon, State of Idaho. The address of the registered office is 16534 W. Oak St., Caldwell, ID 83707, and the registered agent at this address is Ron Warren.

ARTICLE V. PURPOSES.

The purposes for which the Corporation is organized and will be operated are religious, benevolent, charitable, and presenting the Gospel of Jesus Christ, 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 organization under such Section 501(c)(3), and the doing of any thing which is necessary or incidental to the performing of any of the above mentioned purposes all on a not for profit basis, as defined by the laws of the State of Idaho, and to exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. 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 therefore, may not at that time lawfully carry on or do.

ARTICLE VI. LIMITATIONS.

a. 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 other 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

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carry 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 concerning 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, as amended from time to time.

b. 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, dispose of all 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 charitable, educational and religious purposes as shall at the time of dissolution qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code.

ARTICLE VII. NO MEMBERS.

The Corporation shall have no members.

ARTICLE VIII. ADOPTION

These Restated Articles of Incorporation of Praise, Inc., were adopted by a majority vote of the directors in office at a duly called and held meeting of directors on the 12th day of July, 2003, whose signatures are affixed hereto.

ARTICLE IX. BYLAWS

Provision for the regulation of the internal affairs of the Corporation shall be set

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forth in the Bylaws.
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Ronald Warren, Director and President
Rulead Steam
Richard Shaw, Director and Vice-President
ford I lagy
Ronald Clagg, Director and Teasurer
STATE OF IDAHO))ss. COUNTY OF CANYON) On this 24 day of October, 2003, personally appeared before me or shown to me or sho
to be the persons who executed the foregoing and within Restated Articles of Incorporation of Praise Jac, and who acknowledged to me that they executed the same.
Notary Public for Idaho Residing at: Callwell
Commission expires 11-20-03
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