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CLERK OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

**PARTNERS FOR PROSPERITY: NEW BEGINNINGS FOR
EASTERN IDAHO, INC.**

The undersigned, acting as incorporator under the Idaho Nonprofit Corporation Act ("Act"), hereby adopts the following Articles of Incorporation for such corporation:

1. **NAME**: The name of the corporation is PARTNERS FOR PROSPERITY: NEW BEGINNINGS FOR EASTERN IDAHO, INC.
2. **NONPROFIT**: This is a nonprofit corporation.
3. **DURATION**: The duration of the corporation shall be perpetual.
4. **PURPOSES**: The purposes to be promoted or carried out by the corporation are as follows:

A. To establish and operate a nonprofit corporation organized and operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time;

B. To reduce poverty and increase prosperity for the residents in Eastern Idaho, which includes Bannock, Bear Lake, Bingham, Bonneville, Butte, Caribou, Clark, Custer, Franklin, Fremont, Jefferson, Lemhi, Madison, Oneida, Power, and Teton Counties, Idaho, and the residents of the Fort Hall Indian Reservation;

C. To reduce poverty and increase the prosperity for the residents in Eastern Idaho and the Fort Hall Indian Reservation by:

- (i) Identifying, expanding, and focusing available poverty reduction resources in the region;
- (ii) Building regional relationships and partnerships with public and private persons that will address poverty through educating about and strengthening existing resources and developing innovative poverty reduction programs;

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(iii) Conducting and updating research on poverty issues and policies and educating the Eastern Idaho community through the sharing of the research findings;

(iv) Strengthening existing educational programs in early learning, math and science education, and adult education, training, and leadership to give individuals the tools to rise out of poverty; and

(v) Identifying and quantifying other poverty indicators unique to the region;

D. To raise public awareness about poverty issues and to empower people in poverty;

E. To promote, sponsor, and carry out systemic change in poverty programs, policies, and activities through creating an environment of working, learning, adapting together with trust, respect and tolerance; and

F. To perform all things incidental to, or appropriate in, the achievement of its specific and primary charitable purposes, including receiving, administering, and expending public or private funds for such purposes.

5. POWERS: The corporation shall be authorized to do any and all acts and things, and to exercise any and all powers which it may now or hereafter may be lawful for the corporation to do or exercise under the Act to accomplish any of the purposes enumerated in Paragraph 4 hereof. Notwithstanding any of the provisions enumerated herein, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

6. LIMITATIONS: No part of the net earnings or the assets of the corporation shall inure to the benefit of, or be distributable to, its 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 Paragraph 4 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.

7. **MEMBERSHIP:** The corporation will be a membership corporation. The members shall have such rights, including voting rights, as are provided in the Act and limited in the By Laws of the corporation.

8. **REGISTERED OFFICE AND AGENT:** The address of the initial registered office of the corporation is 201 E. Center, Pocatello, Idaho 83204, and the name of the initial registered agent of the corporation is Eric L. Olsen.

9. **BY LAWS:** Provisions for the regulation of the internal affairs of the corporation shall be set forth in By Laws of the corporation as may be adopted by its incorporator or board of directors.

10. **ELECTION OF DIRECTORS:** Directors of the corporation shall be members of the corporation and shall be elected in the manner provided by the By Laws.

11. **INITIAL DIRECTORS:** The number of directors constituting the initial Board of Directors shall be seven (or as provided in the By Laws), and the names and addresses of the persons who are to serve as directors until the first meeting of the corporation or until their successors are elected and qualified are:

Name	Street Address	City or Town
Robert E. Chambers	5820 Turf Dr.	Pocatello, ID 83204
Anita Valladolid	4941 Bannock Highway	Pocatello, ID 83204
Bessie Katsilometes	7600 West Katsilometes Dr.	Pocatello, ID 83204
Karen Cornwell	3076 Mesquite	Idaho Falls, ID 83404
Darrell Shay	RR2 Box 77H	Pocatello, ID 83202
Russell Spain	2792 Barnes Way	Idaho Falls, ID 83401
Sarah Jackson	605 S. 6 th Ave.	Pocatello, ID 83201

12. **INCORPORATOR:** The name and address of the incorporator is:

Name	Street Address	City or Town
Conrad J. Aiken	101 S. Capitol, Suite 208	Boise, ID 83702

13. **DISSOLUTION:** Upon the termination, dissolution, or winding up of the corporation in any manner or for any reason, as provided in sections 30-3-110 through 30-3-115 of the Act, its assets, if any, remaining after payment (or provision for payment) of all liabilities

of the corporation, shall be returned per the terms of any conditional grant or conveyance, or distributed or used exclusively for charitable or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code as the same now exists or as it may be amended from time to time. Any such assets not so disposed shall be disposed of by a Court of Competent Jurisdiction of the State of Idaho, exclusively for such purposes or to such organization or organizations, as said Court shall determine, consistent with any specific designation placed on any such assets or funds.

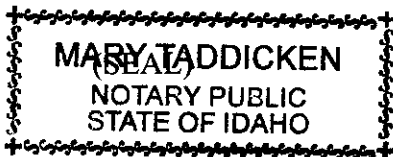
DATED this 8th day of March, 2004.

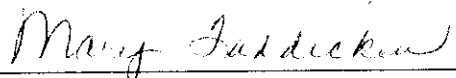

CONRAD J. AIKEN
Incorporator

STATE OF IDAHO)
 : ss
County of Ada)

On this 8th day of March, 2004, before me, the undersigned, a Notary Public in and for said State, personally appeared Conrad J. Aiken, known to me to be the person whose name is subscribed to the foregoing and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.




NOTARY PUBLIC FOR IDAHO,
Residing at: Bosse Id
My Commission Expires: 9-12-07