



CERTIFICATE OF INCORPORATION
OF

EDUCATIONAL IMPROVEMENT ASSOCIATION, LTD.

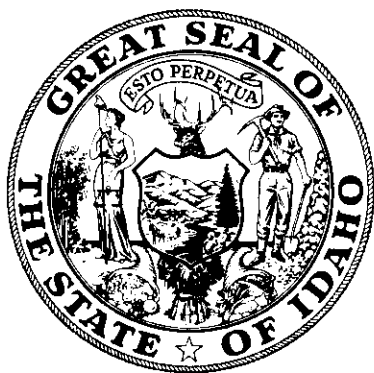
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

EDUCATIONAL IMPROVEMENT ASSOCIATION, LTD.

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 November 4, 19 81.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
EDUCATIONAL IMPROVEMENT ASSOCIATION, Ltd.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, being a natural person of legal age and acting as incorporator of a corporation, under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST:

The name of the Corporation is EDUCATIONAL IMPROVEMENT ASSOCIATION.

SECOND:

The period of its duration is perpetual.

THIRD:

The purpose or purposes for which the corporation is organized are: transaction of any or all lawful business for which non-profit corporations may be incorporated under the Idaho Business Corporation Act; specifically, to take any action, legal within the laws of the State of Idaho, and deemed proper by the Board of Directors, to accomplish the following:

1. To improve the quality of public education in Jefferson County, State of Idaho, and acts incident thereto;

2. To collect contributions and expend funds incident to the above purpose of improving the quality of education in the geographic area of Jefferson County, State of Idaho.

To accomplish the above stated purpose, this corporation is hereby given authority to acquire, own, hold, mortgage, dispose of and invest its funds in real estate and personal property for the use and benefit under the discretion of and in a trust for any corporate purpose, including the right to deposit funds in banks, obtain interest, and other incidental activities to the financing of said purposes.

FOURTH:

The aggregate number of members which the corporation is authorized to have is unlimited. There shall be one class of membership, all of which shall be equal.

FIFTH:

The name and address of the initial registered agent is as follows:

<u>Name</u>	<u>Address</u>
Margaret S. Madison	Box 818 Hamer, Idaho 83425

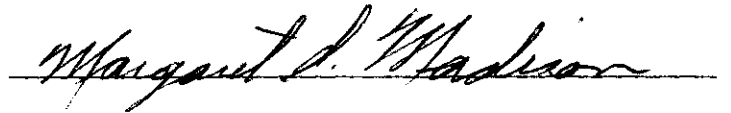
SIXTH:

The number of directors constituting the initial Board of Directors of the corporation is seven (7), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and shall qualify are named in Exhibit "B - Board Members" attached hereto.

SEVENTH:

The name and address of the incorporators are attached hereto as Exhibit "A - Members" integrated in full herein.


DATED this 22 day of October, 1981.



STATE OF IDAHO)
) ss.
County of Bonneville)

I, the undersigned Notary Public duly commissioned to take acknowledgements and administer oaths in the State of Idaho, certify that on this 22nd day of October, 1981, before me, personally appeared Margaret S. Madison, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same, and swore to the truth therein stated.

WITNESS my hand and official seal this 22nd day of October, 1981.


Notary Public for Idaho
Residing at Idaho Falls

Seal

EXHIBIT A

MEMBERS

<u>Name</u>	<u>Address</u>
Lore Hodgson	Terreton Idaho
Joe R. Ross	Rt 1 Roberts, Idaho 83444
D. Reed Sanders	Harmon Idaho
Margaret D. Meacham	Box 818 - Harmon, Id. 83425
Lynne Wood	Montevue, Ida
Fay J. Bane	Terreton, Idaho
Judy Osburn	Box 64
Randy Joe Ross	Terreton, Idaho
Carol L. Meacham	Rt #1
Beryl Engberson	Roberts, Idaho
Ron Engberson	Montevue, Idaho
11/16/60 [Signature]	83435
	Montevue, Idaho
	83435
	Montevue Idaho
	83435
	Roberts Id 83444

EXHIBIT B
BOARD MEMBERS

<u>Name</u>	<u>Address</u>
Margaret A. Mackison Chairman	Box 818 Mad Jake area Hamer, Id. 83425
Wm. J. Kelly Co-chairman	Robert. Id 83440
Judy Osborne Secretary	Box 64 Terreton, Id. 83450
Ron Engelson Treasurer	Montevue, Idaho 83435
Carol L. Mechem Director	Montevue, Idaho 83435
Lynn Wood Director	Montevue, Idaho 83435
Beryl Engelson Director	Montevue, Ida 83435
D. Reed Sanders Director	Hamer Idaho 83425
Tom Hodgson Director	Terreton Idaho 83450
Randy J. Ross Director	Rt #1. Robert. Id 83444
Kay J. Ross Joe B. Ross	Terreton, Idaho 83450 Rt. 1 Robert, Idaho 83444