



ARTICLES OF INCORPORATION
(Non-Profit)

FILED/EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned, in order to form a Non-Profit Corporation under the Provisions of Title 30, Chapter 3, Idaho Code, submits the following Articles of Incorporation to the Secretary of State.

Article 1: The name of the corporation shall be: Foundation Builders International, Inc.

Article 2: The purpose for which the corporation is organized is:

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article 3: The street address of the registered office is:

4215 North 2300 East
Filer, ID 83328

And the registered agent at such address is: J. Leroy Tucker

Article 4: The names and addresses of the initial directors are:

J. Leroy Tucker
4215 North 2300 East
Filer, ID 83328

James Prather
4215 North 2300 East
Filer, ID 83328

Kristine Scanlon
4215 North 2300 East
Filer, ID 83328

James Scanlon
4215 North 2300 East
Filer, ID 83328

Greg Heideman
4215 North 2300 East
Filer, ID 83328

Article 5: The name(s) and addresses) of the incorporator(s):

J. Leroy Tucker
4215 North 2300 East
Filer, ID 83328

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Article 6: The mailing address of the corporation shall be:

4215 North 2300 East
Filer, ID 83328

Article 7: The corporation does not have voting members.

The classes, rights, privileges, qualifications, and obligations of the non-voting members of this corporation are as follows: This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state.

Article 8: Upon dissolution the assets shall be distributed:

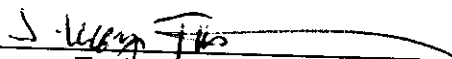
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 9: The period of duration of this corporation is perpetual.

Article 10: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Ten 10) hereof. No substantial part of the activities of the corporation shall be 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 or in opposition to 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 (a) by an corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code or (b) by an corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Signature of all incorporators:

Date: February 14, 2002


J. Leroy Tucker, Incorporator