

ARTICLES OF INCORPORATION
OF
GREATER MOSCOW ALLIANCE, INC.

FILED EFFECTIVE

2006 APR 17 PM 12:44

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the incorporators of a Nonprofit Corporation organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code, adopt the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is: Greater Moscow Alliance, Inc.

ARTICLE II

Purpose and Powers

Section 1. Purpose. This is a Nonprofit Corporation, no part of the income of which is distributable to it a members, directors, or officers. The purpose for which this Corporation is organized is for all lawful purposes under Idaho Nonprofit corporate law, including charitable, benevolent, patriotic, civic, educational scientific, social, and the conduct of professional, commercial, industrial, or trade association purposes within the meaning of Title 26, § 501 (c) of the United States Code.

a. While the Corporation is constituted to attract support (from and contributions from a representative number of persons and businesses), it has not been formed for pecuniary profit or financial gain.

b. Upon dissolution, the Corporation's assets will be distributed for one or more exempt purposes under Title 26, § 501 (c) of the United States Code.

c. The Corporation is organized on charitable, scientific, literary, educational, civic, and social welfare purposes within the meaning the Title 26, § 501 (c) of the United States Code. Any activities of the Corporation which may be characterized as political in nature, including attempts to influence legislation or any political campaign or public office shall be in accordance with those regulations applicable to the respective exempt classification accorded the Corporation under Title 26, Section 501 (c) United States Code. Notwithstanding any other provision of the Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under such applicable classification of Title 26, Section 501 (c) , United States Code (Internal Revenue Code of 1954 and 1986, as amended, or by such other applicable

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provisions of the same Code as such provisions are presently in force and effect or as they may be amended from time to time.

Section 2. Powers. Subject to the purposes declared above, this Corporation shall have the power to do any and all things which a Nonprofit Corporation may do under the laws of the State of Idaho. To these ends, the Corporation may take and hold by request devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein without limitation as to amount or value, and may sell convey, lease, reinvest, or deal with the principal or income thereof in such manner as, in the judgment of the directors, will best promote the interests of this Corporation.

ARTICLE III

Registered Office and Agent

The location of the Corporation is in the County of Latah, State of Idaho. The address of the initial registered office is 1628 Hillcrest Drive, Moscow, ID 83843, and the name of the initial registered agent at this address is Jim Anderson.

ARTICLE IV

Board of Directors, Officers

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Each Director of the Corporation shall, at all times be a member of the Corporation. Other than the Directors Constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation. The Officers of the Corporation shall be designated and elected as provided for in the Bylaws of the Corporation.

The names and addresses of the persons constituting the initial Board of Directors are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Steve Busch	Chairman	PO Box 8188, Moscow, ID 83843
Jim Anderson	V. Chairman	1628 Hillcrest Drive, Moscow, ID 83843
Shelly Bennett	Secretary	2279 Moser Court, Moscow, ID 83843
Jim DeMerleer	Treasurer	1055 Herrington Road, Moscow, ID 83843

ARTICLE V
Incorporators

The names and street addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Shelly Bennett	2279 Moser Court Moscow, ID 83843
Jim Anderson	1628 Hillcrest Drive Moscow, ID 83843
Jim DeMerleer	1055 Herrington Road Moscow, ID 83843

ARTICLE VI
Mailing Address

The mailing address of the corporation shall be PO Box 9051, Moscow, ID 83843.

ARTICLE VII
Members

The Corporation shall not have voting members .

ARTICLE VIII
Distribution on Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under section 501 (c) of the Internal Revenue Code of 1986, as amended from time to time, in such manor as the Board of Directors shall determine.

ARTICLE IX
Period of Duration

The period of duration of the Corporation is perpetual.

ARTICLE X
Limitations

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 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 II hereof.

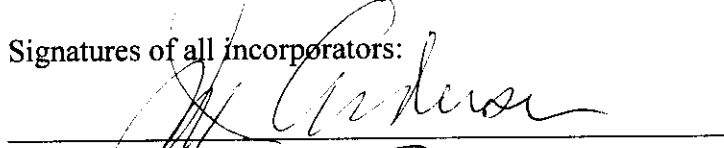
ARTICLE XI
Membership Dues

Membership dues may be charged to all members. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and such methods as the Board of Directors may prescribe.

ARTICLE XII
Bylaws

Provisions for the regulation of the internal affairs of the Corporation shall be-set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

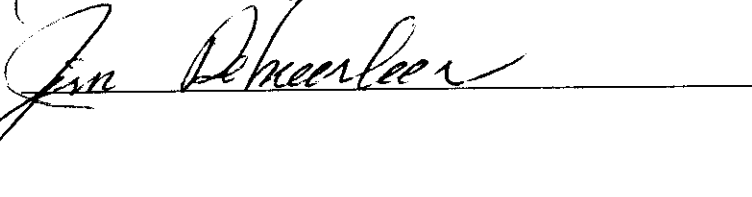
Signatures of all incorporators:



Jim Anderson



Shelly Bennett



Jim DeMerleer