

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

PANHANDLE ASSISTIVE TECHNOLOGY CENTER, INC.

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 PANHANDLE ASSISTIVE TECHNOLOGY CENTER, INC. 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: April 30, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

**ARTICLES OF INCORPORATION
OF
PANHANDLE ASSISTIVE TECHNOLOGY CENTER, INC
An Idaho nonprofit corporation**

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The following Articles of Incorporation are hereby submitted and certified pursuant to Section 30-323 of the Idaho Nonprofit Corporation Act:

FIRST

The name of the corporation is Panhandle Assistive Technology Center, Inc.

SECOND

The corporation is a nonprofit corporation.

THIRD

The period of duration of the corporation is perpetual.

FOURTH

The purpose for which the corporation is formed is charitable, to provide the following regional services:

(a) Help in obtaining assessments for assistive technology and in acquiring this technology;

(b) Training and technical assistance in the use and maintenance of assistive devices, as well as timely follow-up services for customers;

(c) Information and referral services for assistive technology service providers and products;

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(d) Assistance in matching the appropriate funding source to customer needs for technology.

As used in these Articles of Incorporation, "assistive technology" means any device or service that enables persons with disabilities to lead more independent and productive lives.

FIFTH

The corporation shall have members, under membership requirements as set forth in the corporation's bylaws.

SIXTH

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 Fourth 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 distributing of statements) 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 (a) by a 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 a 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.

SEVENTH

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purpose 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 by the Court of Common Pleas of the county in which the principal office of the corporation 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.

EIGHTH

The street address of the corporation's initial registered office shall be 7905 Selle Road, Sandpoint, Idaho 83836, and the initial registered agent of the corporation shall be Jean Gerth, at such street address.

NINTH

(a) The number of directors for the corporation shall be fixed by the Bylaws. The number of the initial board of directors is set at four (4).

(b) Under Section 30-314(f), Idaho Code, the existing directors of the corporation shall elect successor directors, provided however, that this provision may be amended by resolution of a two-thirds majority of the members, directing another lawful procedure for director replacement, including without limitation, direct vote by members.

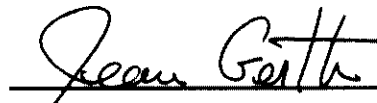
(c) The names and addresses of the persons constituting the initial Board of Directors of the corporation are as follows:

1. Marta Katana
West 909 Pine Street
Sandpoint, ID 83864
2. Linda Stranger
6143 Davenport
Coeur d'Alene, ID 83814
3. Lucinda Hayes
5100 Whiskey Jack Road
Sandpoint, ID 83864
4. JoAnn Wilson-Curtis
3661 Evergreen
Coeur d'Alene, ID 83814

TENTH

The name and street address of the incorporator for this corporation is Jean Gerth, 7905 Selle Rd., Sandpoint, ID 83864.

Dated this 28 day of April, 1993.



Jean Gerth