

FILED/EFFECTIVE

2002 MAY -7 AM 8:39

**ARTICLES OF INCORPORATION
OF**

IDAHO DIETETIC ASSOCIATION, INC.

SECRETARY OF STATE
STATE OF IDAHO

The undersigned individual, acting as incorporator under the Idaho Nonprofit Corporation Act, adopts the following articles of incorporation:

IDAHO SECRETARY OF STATE
05/07/2002 05:00
CK: 2883 CT: 2839 BH: 464126
1 @ 38.00 = 38.00 INC. NONP # 2

C143800

ARTICLE I

The name of the corporation is Idaho Dietetic Association, Inc.

ARTICLE II

The corporation is a nonprofit corporation.

ARTICLE III

The purposes of the corporation are to promote optimal nutrition and well-being for all people, to operate as the affiliate dietetic association of the State of Idaho to the American Dietetic Association, to serve the professional interests and needs of the corporation's members and for the transaction of any lawful activity that may be carried on by a corporation formed under the Idaho Nonprofit Corporation Act.

The corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) and Section 170(e)3 of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal tax laws. No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual. No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation, except as may be permitted under Section

501(h) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal tax laws, and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles of incorporation, 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 of 1986, as amended, or the corresponding provision of any future federal tax laws, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax laws, or (c) by a corporation contributions to which are deductible under Section 170(e)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax laws.

ARTICLE IV

The corporation shall have members, as that term is defined in the Idaho Nonprofit Corporation Act.

ARTICLE V

The names and addresses of the persons who are to serve as the initial directors of the corporation are:

1. Kristin McKie Bergeson
3944 South Duston Place
Boise, ID 83706-6058
2. Kathe Gabel
1808 East E Street
Moscow, ID 83843-9513
3. Jean Heinz
3650 Manchester Street
Boise, ID 83704-4337

4. Nancy Kure
700 South Main Street
Moscow, ID 83843-3056
5. Vicki King
157 Stone Run Lane
Idaho Falls, ID 83404-7246
6. Majorie Rich
2519 North Esquire Drive
Boise, ID 83704
7. Becky Sulik
1355 Paramount Street
Pocatello, ID 83201-3018
8. Laura Thomas
11730 Highlander Road
Boise, ID 83709-5120
9. Corliss Trom
2153 North Sapphire Place
Meridian, ID 83642-3419
10. Betty Trounsen
2680 East Greentree Court
Eagle, ID 83616-6642

Directors, other than the initial directors, shall be elected, appointed or designated as provided in the bylaws of the corporation.

ARTICLE VI

Upon dissolution or final liquidation, after payment or provision for payment of all of the liabilities of the corporation, the remaining assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax laws or shall be disturbed to the federal government or to a state or local government for a public purpose.

ARTICLE VII

No director or officer of the corporation shall have any liability to the corporation or any person for any action taken or not taken as a director, if the director or officer, as the case may be, acted in compliance with the Idaho Nonprofit Corporation Act.

ARTICLE VIII

The corporation shall indemnify to the fullest extent permitted by the Idaho Nonprofit Corporation Act any person who is made, or threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, including an action, suit, or proceeding by or in the right of the corporation, by reason of the fact that the person is or was a director, officer, employee or agent of the corporation or is or was serving at the request for the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. The right to, extent of and amount of indemnification shall be determined in accordance with the provisions of the Idaho Nonprofit Corporation Act.

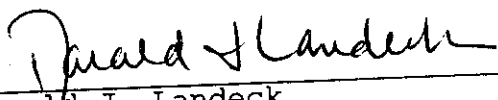
ARTICLE IX

The street address of the corporation's initial registered office is 700 South Main Street, Moscow, Idaho 83843. The name of its initial registered agent at that location is Nancy Kure.

ARTICLE X

The name and address of the incorporator is Ronald J. Landeck, P.O. Box 9344, 414 South Jefferson, Moscow, ID 83843.

DATED: May 2, 2002.



Ronald J. Landeck
Incorporator