

**ARTICLES OF INCORPORATION
OF
GRIEF RECOVERY INSTITUTE, INC.
(General Business)**

For Office Use Only

-FILED-

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ARTICLE I

The name of the corporation is Grief Recovery Institute, Inc. (the "Corporation").

ARTICLE II

The purpose of the Corporation is to engage in any lawful business.

ARTICLE III

The Corporation is authorized to issue 1,000 shares of Common Stock.

ARTICLE IV

Any action required or permitted by the Idaho Business Corporation Act to be taken at a shareholders meeting may be taken without a meeting if the action is taken, in accordance with the Idaho Business Corporation Act, by shareholders having not less than the minimum number of votes that would be necessary to take such action at a meeting at which all shareholders entitled to vote on the action were present and voted.

ARTICLE V

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for conduct as a director, provided that this Article shall not eliminate the liability of a director for any act or omission for which such elimination of liability is not permitted under the Idaho Business Corporation Act. No amendment to the Idaho Business Corporation Act that further limits the acts or omissions for which elimination of liability is permitted shall affect the liability of a director for any act or omission which occurs prior to the effective date of the amendment.

ARTICLE VI

The Corporation may indemnify to the fullest extent not prohibited by law any person who is made, or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or other (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 a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the Corporation, or serves or served at the request of the Corporation as a director, officer, employee or agent, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. This Article shall not be deemed exclusive of any other provisions for indemnification or advancement of expenses of directors, officers, employees,

agents and fiduciaries included in any statute, bylaw, agreement, general or specific action of the board of directors, vote of shareholders or other document or arrangement.

ARTICLE VII

The name of the initial registered agent is CT Corporation System and the street address of the initial registered office is 921 South Orchard Street, Suite G, Boise, Idaho 83705.

ARTICLE VIII

The mailing address for the Corporation for notices is 17433 E. Pend Oreille Divide Road, Athol, Idaho 83801, Attention: Cole W. James.

ARTICLE IX

The name and address of the incorporator of the Corporation are Kyle D. Wuepper, Brix Law LLP, 15 SW Colorado Ave., Suite 3, Bend, Oregon 97702.

ARTICLE X

The effective date of these articles of incorporation shall be January 1, 2021.



Kyle D. Wuepper, Incorporator

Person to contact about this filing: Kyle D. Wuepper
Daytime phone number: (541) 693-0062
Email address: kwuepper@brixlaw.com

**STATEMENT OF DOMESTICATION
OF
GRIEF RECOVERY INSTITUTE, INC.**

SECTION 1

The name, jurisdiction and type of domesticating entity:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
Grief Recovery Institute, Inc.	Oregon	corporation

SECTION 2

The name, jurisdiction and type of domesticated entity:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
Grief Recovery Institute, Inc.	Idaho	corporation

SECTION 3

The effective date of the domestication shall be January 1, 2021.

SECTION 4

The name of the registered agent of the domesticated entity is CT Corporation System and the street address of the initial registered office is 921 South Orchard Street, Suite G, Boise, Idaho 83705.

SECTION 5

The domestication of Grief Recovery Institute, Inc. from an Oregon corporation to a Idaho corporation was duly approved by the shareholders and board of directors of Grief Recovery Institute, Inc. in accordance with the laws of the jurisdiction of its formation and the State of Idaho.

SECTION 6

A copy of the Idaho articles of incorporation for Grief Recovery Institute, Inc. are attached as Exhibit A.

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, obscure, alter, or otherwise misrepresent the identity of the person or any members, managers, employees or agents of the limited liability company. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Dated: December 17, 2020

GRIEF RECOVERY INSTITUTE, INC.,
an Oregon corporation

By: 

Cole W. James, President

Person to contact about this filing: Kyle D. Wuepper

Daytime phone number: 541-693-0062

EXHIBIT A
ARTICLES OF INCORPORATION
(Attached)