



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

PANHANDLE CHAPTER OF SHHH, INC.

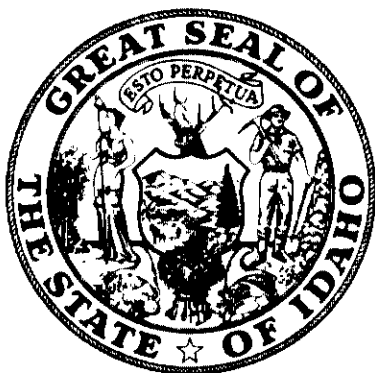
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

PANHANDLE CHAPTER OF SHHH, 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 February 2, 19 89



Pete T. Cenarrusa
SECRETARY OF STATE

[Signature]
Corporation Clerk

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ARTICLES OF INCORPORATION

OF

PANHANDLE CHAPTER OF SHHH, INC.
a non-profit corporation

The undersigned Incorporators, desiring to form a non-profit corporation pursuant to the provisions of the Idaho Business Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE: The name of the corporation is PANHANDLE CHAPTER OF SHHH, INC. (Self Help For Hard of Hearing People, Inc.)

ARTICLE TWO: This corporation is not organized for pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, and no part of its income shall be distributed to its officers or directors.

ARTICLE THREE: The period of duration of the corporation is perpetual.

ARTICLE FOUR: This corporation is organized for the purpose of helping hard of hearing people cope with poor hearing by working with them individually, and by encouraging the community to provide hearing assistance devices in systems for public use.

ARTICLE FIVE: Any person may become a member of this corporation by agreeing to comply with and be bound by these Articles of Incorporation and by the By-laws, together with any amendments thereto as may be from time to time adopted.

ARTICLE SIX: The affairs of the corporation shall be conducted by a Board of Directors. The qualifications for the directors shall be set forth in the corporation's By-laws. The Board shall consist of five (5) persons. The Board may delegate authority of conducting business to its various committees.

Directors of the corporation shall be elected in the manner provided by the By-laws.

The number of persons who make up the Board of Directors can be changed by enactment of provisions in the corporation's By-laws.

ARTICLE SEVEN: The street address of the corporation's initial registered office is:

X
Panhandle Chapter of SHHH, INC
11303 Hayden Bluff Lane
Hayden Lake, Id. 83835

The name and address of the corporation's initial registered agent is:

John M. Centa
11303 Hayden Bluff Lane
Hayden, Idaho 83835

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ARTICLE EIGHT: The names and addresses of the corporation's initial Board of Directors are:

John M. Centa	11303 Hayden Bluff Lane Hayden Lake, Idaho 83835
Ron Stout, MD	1800 Lincoln Way Coeur d'Alene, Idaho 83814
Kristi Reed	1800 Lincoln Way Coeur d'Alene, Idaho 83814
Tom Beaton, MD	916 Ironwood Drive Coeur d'Alene, Idaho 83814
Robert Leth	Division of Vocational Rehabilitation 1010 Ironwood Drive Coeur d'Alene, Idaho 83814

ARTICLE NINE: The names and addresses of the incorporators are:

Marvin Siverson	E. 1671 Riverview Drive Post Falls, Idaho 83854
George Neufeld	N. 690 Neufeld Lane Post Falls, Idaho 83854

ARTICLE TEN: Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational,

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religious and/or scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on

(a) by an organization exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of the any future United States Internal Revenue Law) or,

(b) by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

Dated this 10th day of January, 1989.

Marvin Siverson
Marvin Siverson

George Neufeld
George Neufeld


STATE OF IDAHO

County of Kootenai

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) ss.
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On this 10th day of January, 1989, before me, a notary public, personally appeared Marvin Siverson and George Neufeld, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have set my hand and affixed my seal.


Notary Public for Idaho
Residing at: Post Falls
Commission Expires: 2-28-92