

ARTICLES OF INCORPORATION
OF
ICAN INC.

FILED EFFECTIVE

2013 OCT 17 PM 3:50

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, in order to form a nonprofit corporation under the provisions of the Idaho Nonprofit Corporation Act, (the Act) submits the following Articles of Incorporation to the Secretary of State.

Article 1. Name: The name of the corporation shall be ICAN Inc.

Article 2. Purpose: The purposes for which the corporation is organized and will be operated are as follows:

- A. Providing vocational training, education, and occupational opportunities to people with disabilities through performance of contracts with State and Federal Agencies under the Javits-Wagner-O'Day Act and similar State and Federal programs,
- B. Any charitable, religious, educational, or scientific purpose within the meaning of IRC Section 501(c)(3) if the Internal Revenue Code, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3), and
- C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value.
- D. Nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefore, may not at that time lawfully carry on or do.

Article 3. Prohibited Activities: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to the its members, directors, officers, or other individuals, 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 2.

Article 4. Registered Office: The street address of the registered office is 4960 N. Maidstone Way Boise, ID 83713 and the registered agent at such address is Dana Wardein.

Article 5. Board of Directors: The board of directors shall consist of no fewer than three (3) people. The names and addresses of the initial directors are:

Mark Harila	4960 N. Maidstone Way Boise, ID 83713
Dana Wardein	4960 N. Maidstone Way Boise, ID 83713
Adienne Zimmerman	4960 N. Maidstone Way Boise, ID 83713

Article 6. Incorporator(s): The name of the incorporator is Mark Harila, and his address is 4960 N. Maidstone Way Boise, ID 83713

IDAHO SECRETARY OF STATE
10/17/2013 05:00
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Article 7. Address: The mailing address of the corporation shall be 4960 N. Maidstone Way Boise, ID 83713.

Article 8. Membership: The corporation has voting members.

Article 9. Corporate Dissolution: Upon dissolution the assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose.

A handwritten signature in black ink, appearing to read 'Mark Harila', is written over a horizontal line. The signature is stylized with a large, prominent 'M' and 'H'.

Mark Harila, Incorporator