



CERTIFICATE OF INCORPORATION
OF

LIVING WATERS WILDERNESS ADVENTURES CORPORATION

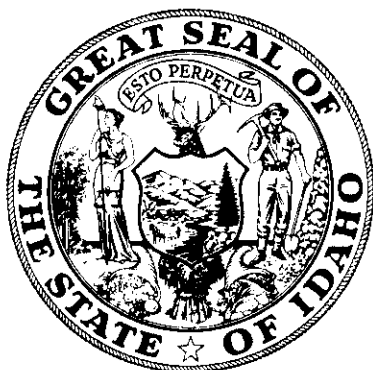
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

LIVING WATERS WILDERNESS ADVENTURES CORPORATION

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 November 7, 19 80



SECRETARY OF STATE

Corporation Clerk

CERTIFICATE OF INCORPORATION
OF
LIVING WATERS WILDERNESS ADVENTURES CORPORATION

Nov 7 8 39 AM '80
SECRETARY OF STATE

First: The name of this corporation is Living Waters Wilderness Adventures Corporation.

Second: It is a non-profit corporation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 distribution 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Third: The duration of the corporation shall continue indefinitely.

Fourth: The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any or all things herein mentioned, as fully and to the same extent as natural persons might or could do and in any part of the world, viz: The purpose of the corporation is to provide a Christian ranch/farm retreat in a wilderness setting, where Christian principles are presented in order to strengthen

and enrich individual family members and to provide spiritual healing of family groups. The corporation may also engage in any number of recreational, agricultural, ranch, homestead, ecology, forestry or outdoor sporting activities which the directors deem is a furtherance and suitable vehicle for the equipping of family members and the sharing of the Gospel of Jesus Christ. The corporation is under the affirmation and sponsorship of the Church of the Redeemer, Lake Forest, Illinois, and the church shall provide spiritual guidance and assistance to the Board of Directors. During the course of ranch activities, outdoor recreation and/or wilderness excursions the following programs, principles and activities will be presented according to the needs of individual families and family members:

1. To establish a Rebuilders program which is designed for the rebuilding and equipping of divorced, separated and estranged family members; to wit, to help them to know God's design for the family, to seek a healing and reuniting of the marriage (when possible), and to become equipped to assist others who have experienced the bitterness and disappointment of broken marriage.
2. To share God's principles for marriage and family life with teaching programs such as:
 - a. Marriage enrichment
 - b. Principles for family interaction and growth.
 - c. Principles of Godly parenting.
 - d. Family relations for singles
3. To provide hospitality, fellowship and counseling to each guest according to his personal needs.
4. To provide a quiet restful retreat and place of spiritual meditation for pastors and ministers.

5. To provide relaxation, study and Christian vacations in a wholesome country setting away from the pressures and stress of urban life.

6. To teach the skills and principles for agricultural self-sufficiency and stewardship of the environment that God has given us, such as:

- a. Ranch ecology
- b. Farm/garden self-sufficiency
- c. Energy conservation
- d. Thriftiness

7. To provide a place of refuge for Christians in the event of national/regional disaster, economic chaos or civil strife.

Generally stated, the corporation is formed for religious purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any of the United States Internal Revenue Law.)

Fifth: The corporation is to have no members.

Sixth: The activities and affairs of the corporation shall be managed by a board of directors. The number of directors which shall constitute the whole board shall be such as from time to time shall be fixed by, or in the manner provided in the By-Laws, but in no case shall the number be less than two. The board of directors for a particular term shall be elected in the following manner: The Church of the Redeemer of Lake Forest, Illinois shall elect the first two directors. Those directors shall then elect the remaining directors so that the total number of directors equals the number required by the By-Laws. The selection of directors shall be made annually on such date as the By-Laws may provide, and the incumbent board shall hold office until their successors are respectively elected and qualified.

The incumbent board may make recommendations to the Church of the Redeemer those persons the incumbent board feels would best qualify as successor directors.

The By-Laws shall specify the number of directors necessary to constitute a quorum.

The board of directors may, by resolution or resolutions, passed by a majority of the whole board, designate one or more committees, which to the extent provided in said resolution or resolutions or in the By-Laws of the corporation shall have and may exercise all the powers of the board of directors in the management of the activities and affairs of the corporation and may have power to authorize the seal of the corporation to be affixed to all papers which may be required; and such committee or committees shall have such name or names as may be stated in the By-Laws of the corporation or as may be determined from time to time by resolution adopted by the board of directors. The directors of the corporation may, if the By-Laws so provide, be classified as to term of office. The directors shall elect such officers as the By-Laws may specify who shall, subject to the provisions of the Idaho statutes, have title and exercise such duties as the By-Laws may provide. At the very least the board shall elect a program director who shall act as president, a ranch manager who shall act as vice-president, a secretary, and a treasurer. The offices of secretary and treasurer may however be held by the same person. Holders of those offices shall be ex officio members of the board of directors. The board of directors is expressly authorized to make, alter or repeal the By-Laws of this corporation. The corporation may in its By-Laws confer powers upon its board of directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Idaho statutes.

Seventh: The number of directors constituting the initial board shall be six.

Their names are as follows:

Barbara J. Lovett & Norman B. Lovett
2062 - C. Langley Street
Great Lakes, Ill. 60088

Nella S. Perrine & William L. Perrine
Burgess Hall, Sioux Falls College
Sioux Falls, South Dakota 57101

John G. Vosnos
319 Ravine Park Drive
Lake Forest, Ill. 60045

Robert W. Wedan, Jr.
1837 A. Saratoga Street
Great Lakes, Ill. 60088

Eighth: The corporation will operate as a private operating foundation within the meaning of the Internal Revenue Code of 1954. Substantially all (85 percent or more) of the corporation's adjusted net income will be spent directly for the religious purposes outlined in the "Fourth" article. In addition substantially more than half (65 percent or more) of the corporation's assets shall be directly devoted to either the active conduct of its exempt activity, or to a functionally related business or a combination of the two.

Ninth: Any other provisions of this instrument notwithstanding, the corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws; nor retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws; nor make any investments in such manner as to incur tax liability under section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws; nor make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any later Federal tax laws.

Tenth: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation to the Church of the Redeemer, Lake Forest, Illinois or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. 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.

Eleventh: The registered office of the corporation in the State of Idaho is to be located at Shiloh Ranch, Post Office Box 415, near the city of Calder, 83808, County of Shoshone. The registered agent in charge thereof is Norman B. Lovett at the same address.

Twelfth: The name and place of residence of the incorporator is as follows:

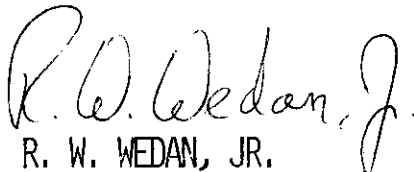
NAME

RESIDENCE

Robert W. Wedan, Jr.	1837 A. Saratoga St. Great Lakes, Ill. 60088
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Thirteenth: The corporation reserves the right to amend, alter, change, or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by Idaho statute.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to Chapter 1 of Title 30 of the Idaho Code, do make this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereinto set my hand and seal this 13th day of October, A.D. 1980.


R. W. WEDAN, JR.