

ARTICLES OF INCORPORATION
OF

THE TWIGA FOUNDATION, INC.

(An Idaho nonprofit corporation)

FILED EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

The undersigned, a citizen of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Idaho, does hereby certify;

ARTICLE I

Name

The name of the Corporation shall be: THE TWIGA FOUNDATION, INC.

ARTICLE II

Nonprofit

The Corporation is a nonprofit corporation.

ARTICLE III

Purpose

The purposes for which this Corporation is formed are charitable, education and scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. In furtherance of this purpose, the Corporation shall attempt to improve the quality of life of the community at large through initiatives focused in the fields of community capacity building, technical assistance to faith based and community organizations in the area of work-life initiatives, family health and safety, at-risk youth, early childhood development,

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establishing collaborations within a described community. Without limitation, particular areas emphasis may include developing and implementing systems, approaches and processes to help others maximize the efficient and effective application of available resources so that the maximum number of community members have access to and can receive the benefit of such resources.

ARTICLE IV

Powers

The Corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of Idaho law and Section 501(c)(3) of the Internal Revenue Code of 1986 as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from the federal income tax under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE V

Membership

The Corporation shall have no members. Any action that would otherwise require approval by a majority of all members shall only require approval of the Board of Directors ("Board"). All rights that would otherwise vest in the members shall vest in the Board.

ARTICLE VI

Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors to be elected as provided in the Bylaws, but in no case shall the number of directors be less than three (3). The

directors shall hold their offices for one (1) year, or such other period as the Bylaws shall determine, and until their successors are elected and qualified.

The Board of Directors of the Corporation shall consist initially of five (3) members. The number of directors serving on the Board of Directors may be increased or decreased from time to time by resolution adopted by two-thirds of the Directors then in office. The names and addresses of the members of the first Board of Directors are:

Patricia Kempthorne
1949 Teal Lane
Boise, ID 83706

Sandra Maple
3031 E. Calabria Drive
Meridian, Idaho 83642

Kathy Scofield
1919 Roosevelt Street
Boise, Idaho 83705

ARTICLE VII

Restriction

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, 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 III hereof.

(b) 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.

ARTICLE VIII

Amendments

All provisions of these Articles of Incorporation shall be subject to amendment consistent with the provisions of Idaho state law and Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, by the affirmative vote of the directors at any meeting, providing that due notice of the amendment is included in the notice of said meeting.

ARTICLE IX

Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation consistent with the purpose of the Corporation to such organization or organizations organized and operating 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 1986 or the corresponding provision of any future United States Internal Revenue Law, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the State of Idaho in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as the court shall

determine, which are organized and operated exclusively for charitable, educational, religious or scientific purposes.

ARTICLE X

Registered Office

The initial location of the registered office of the Corporation shall be at, 500 W. Idaho Street #240, Ada County, Boise, Idaho 83702, and the Corporation's initial registered agent shall be Patricia Kempthorne at that address.

ARTICLE XI

Duration

The duration of this Corporation shall be perpetual.

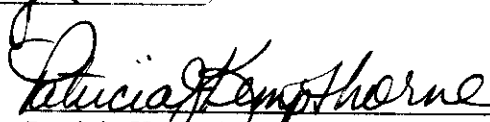
ARTICLE XII

Incorporator

The name and address of the sole incorporator of the Corporation is:

Patricia Kempthorne
1949 Teal Lane
Boise, Idaho 83706

DATED effective this 3rd day of May, 2005.


Patricia Kempthorne, Incorporator