



CERTIFICATE OF INCORPORATION
OF

MOTHERS HELPING OTHERS, INC.

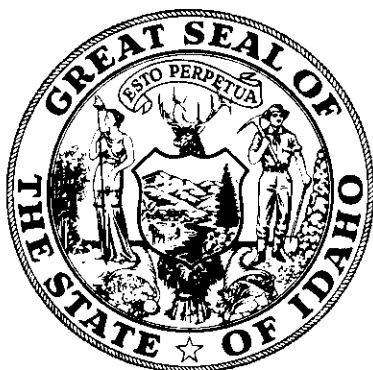
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

MOTHERS HELPING OTHERS, 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 January 11, 19 82.




SECRETARY OF STATE

Corporation Clerk

RECEIVED

ARTICLES OF INCORPORATION

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MOTHERS HELPING OTHERS, INC.

SECRETARY OF

A NONPROFIT ORGANIZATION

STATE

WE, THE UNDERSIGNED, all residents of the State of Idaho, and citizens of the United States of America, a full age of majority, have for the purposes of forming a nonprofit corporation, under and pursuant to Chapter 3, Title 30, Idaho Code, entitled "Idaho Nonprofit Corporation Act", adopted the following Articles of Incorporation:

1. NAME: The name of the Corporation is Mothers Helping Others, Inc.
2. ORGANIZATION: The Corporation is a nonprofit corporation.
3. DURATION: The period of duration of the Corporation shall be perpetual.
4. PURPOSES: The Corporation is a nonprofit, self-help, community action organization. The purposes of the Corporation are to help ourselves while helping others, to utilize existing opportunities while creating new ones and to bring needs and resources together by sharing skills and knowledge.
5. MEMBERSHIP: Membership of the Corporation shall be determined by the By-laws. Each member shall have one equal vote.
6. ELECTION OF DIRECTORS: Directors of the Corporation shall be elected in a manner provided by the By-laws.
7. ADDRESS: The address of the initial registered office of the Corporation is as follows:

1007 12th Avenue South
P. O. Box 92
Nampa, Idaho 83651

The name of the registered agent of the Corporation at the above address is Bobbi Sheraden.

8. INITIAL DIRECTORS: The number of directors constituting the initial Board of Directors shall be seven, and the names and addresses of the persons who are to serve as directors until the first meeting of the Corporation or until their successors are elected and qualified are:
 - a. MARY PORTER, Rt. 1, Box 1372, Nampa, Idaho 83651

- b. BOBBI SHERADEN, 1007 12th Ave. So., Nampa, Idaho 83651.
 - c. PENNY CRACOLA, 1124 12th Ave. So., Nampa, Idaho 83651.
 - d. RUTH GRIMES, 503½ Chestnut, Nampa, Idaho 83651.
 - e. LORILEE COATS, 117 Hudson Ave., Apt. B, Nampa, Idaho 83651.
 - f. BEVERLEY REEVES, 657 Carol St., Nampa, Idaho 83651.
 - g. CONNIE SMITH, 512 19th Ave. So., Nampa, Idaho 83651.
9. POWERS: The Corporation shall have all the powers granted corporations under the laws of the State of Idaho. However, notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in the furtherance of the exempt purposes of organizations set forth in Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended. The Corporation shall have the incidental powers to do everything necessary, suitable, or proper for the accomplishment, attainment, or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of, or connected with the purposes, object, or powers set forth in these Articles of Incorporation, whether alone or in association with others; to possess all the rights, powers, and privileges now or hereafter conferred by the laws of the State of Idaho upon a nonprofit corporation organized under the laws of the State of Idaho and, in general, to carry on any of the activities and to do any of the things herein set forth to the same extent and as fully as a natural person or partnership might or could do; provided that nothing herein set forth shall be construed as authorizing the Corporation to possess any purpose, object, or power, or to do any act or thing forbidden by law to a nonprofit corporation organized under the laws of the State of Idaho or a tax exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.
10. DISTRIBUTION OR DISOLUTION: In the event of the dissolution of the Corporation, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation shall be used or distributed exclusively for the purposes within the Internal Revenue Code as the same now exists or as it may be amended from time to time.

IN WITNESS WHEREOF we have thereunto set our hands,

January 11, 1982

Mary A. Porter
MARY PORTER

Bobbi Sheraden
BOBBI SHERADEN

Penny Cracola

PENNY CRACOLA

Ruth Grimes

RUTH GRIMES

Lorilee Coats

LORILEE COATS

Beverly Reeves

BEVERLEY REEVES

Connie Smith

CONNIE SMITH

SUBSCRIBED AND SWORN to before me this 11 day of

January

1982

T B Wheeler

NOTARY PUBLIC FOR IDAHO

Residing at Nampa