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FILED

SEP 24 2 59 PM '99

SECRETARY OF STATE
STATE OF IDAHO

Restated
Articles of Incorporation
Of
RIVERSIDE COMMUNITY CHURCH, INC.

IDAHO SECRETARY OF STATE

09/24/1999 09:00
CX: 393 CT: 111162 BH: 252757

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KNOW ALL MEN BY THESE PRESENTS, that the undersigned, being of legal age and citizens of the United States, for the purpose of forming a body corporate in accordance with the provisions of the Idaho Non-Profit Corporation Act of the Revised Statutes of the State of Idaho, do hereby make, execute, and acknowledge these Articles of Incorporation, in writing as follows:

ARTICLE I

The corporate name of this association shall be Riverside Community Church, Inc.

ARTICLE II

This association shall be a non-profit corporation. This organization is not organized for profit, and no part of the net earnings shall inure to the benefit of any private shareholder.

ARTICLE III

The period of duration of this association shall be perpetual.

ARTICLE IV

The purposes for which said association is formed are:

- (a) The following list of purposes shall be the sole and only purposes for which said association is formed, and these Articles and the following list of purposes shall comprise the limits on the activities of the association, which said association shall not have the power, authority, or ability to operate outside said purposes. Notwithstanding any other provisions of these Articles, the association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under §501(c)(3) et seq. of the Internal Revenue Code of 1986, as amended, and in particular the individual code sections hereinafter referenced, if any.
- (b) The association is constituted so as to attract substantial support from a representative number of persons and entities in the State and community in which it operates. No substantial part of the activities of the association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the association shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- (c) The purposes for which the association is to be formed are for purposes within the meaning of §501(c)(3) et seq. of the Internal Revenue Code. To said ends, the association may cooperate with other associations not created for propaganda purposes to advance such purposes as are within the foregoing Code sections, to the extent not in conflict with said Internal Revenue Code sections and attendant law or regulations, including carrying on of nonpartisan legislative activities to further the above goals. The association may do everything necessary, suitable, or proper for the accomplishment, attainment, or furtherance of, or do every other act or thing incidental, appurtenant, growing out of, or connected with, the purposes, objects, or powers set forth in these Articles, whether alone, or in association with others, and shall possess all the rights, powers, and privileges now or hereafter conferred by the

laws of Idaho. PROVIDED, HOWEVER, that nothing herein shall be construed as authorizing the association to possess any purpose, object, or power, or to do any act or things:

1. forbidden by law to a not-for-profit corporation organized under the laws of the State of Idaho; or,
 2. which, either expressly or by interpretation or by operation of law, would prevent it from qualifying and continuing to qualify as a Corporation described in §§501(c)(3) et seq. of the Internal Revenue Code of 1986, as amended, nor to engage directly or indirectly in any activity which would cause the loss of such qualification.
- d. The incorporator of the association, together with such other persons as said incorporator may elect, shall comprise the initial Board of Trustees, which said board, by majority vote, shall administer the above purposes.
- e. The association may do any and all things necessary and incidental in carrying out the aforesaid objects, or any of them, and exercise the usual powers of corporate bodies.
- f. The association may sue and be sued, complain and defend in any law or equity.
- g. The association may have and use a corporate seal, which may be altered at pleasure.
- h. The association may elect such officers and appoint such agents as the business of the association shall require and allow them suitable compensation.
- i. The association may make by-laws not inconsistent with the Constitution or laws of the United States and/or of this State, for the management of its property and the regulation and government of its affairs.
- j. The association may wind up and dissolve itself, or be wound up and dissolved in the manner provided by the statutes of this State. Upon the winding-up and dissolution of this association, after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to a non-profit fund, foundation or association which has established its tax exempt status under §501(c)(3) et. seq. of the Internal Revenue Code.
- k. This association is organized exclusively for purposes within the meaning of §501(c) et. seq. of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under said section of the Internal Revenue Code.
- l. The association may accept donations from other persons and/or entities in support of the above purposes.
- m. The primary purpose of the corporation shall be to reach people in the community and the world for Jesus and to bring them into fellowship with God's family, to help them to grow in their faith and commitment, to befriend others, bringing glory and praise to God.

ARTICLE V

At the time of formation, the affairs of the association shall be under the control of Trustees; and those who shall, as Trustees, manage the affairs of the association for the first year, and until their successors are duly elected and qualified, are:

David A. Wilhite
1825 West Beacon Light Road
Eagle, Idaho 83616

Gene Maynard

2150 North Devlin Avenue
Meridian, Idaho 83642

Darlene Thompson
2751 Duane Drive
Meridian, Idaho 83642

At the first annual meeting following the expiration of the one year period for which the Trustees herein designated will serve, and at each annual meeting thereafter, a new Board of Trustees will be elected in accordance with the provisions of the by-laws of the association and the laws of the State of Idaho. The number of Trustees may be modified by amendment of the by-laws of this association.

ARTICLE VI

This association shall have no capital stock. Membership in the association shall be evidenced by certificates, as further provided in the by-laws of the association.

ARTICLE VII

Membership in this association shall not be transferable except upon the approval of the Board of Trustees. The above provision shall be recited in all certificates of membership issued.

ARTICLE VIII

These Articles may be amended as provided for by the Idaho Non-Profit Corporation Act, Idaho Code §§30-3-1, et seq.

ARTICLE IX

The by-laws of the association for the management of its affairs shall be adopted by the Trustees of said association, and said Trustees will be empowered to amend or repeal said by-laws in accordance with the provisions thereof.

ARTICLE X

Voting shall be allowed on the basis of one vote per member, with cumulative voting not allowed.

ARTICLE XI

In the event of the liquidation or dissolution of the association, the assets of the association, after the payment of all debts and obligations shall be donated to another non-profit organization with similar objectives, operating in Idaho, or if none, operating in as close a proximity to Idaho as possible, as more particularly described and limited in Article IV(j) hereof.

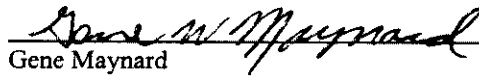
ARTICLE XII

The initial registered agent for this corporation is David A. Wilhite, 4700 North Cloverdale, Suite 205, Boise, Idaho 83713.

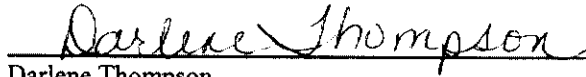
IN WITNESS WHEREOF, the incorporators do hereby make, sign, and acknowledge these Articles of Incorporation this September 17, 1999.



David A. Wilhite

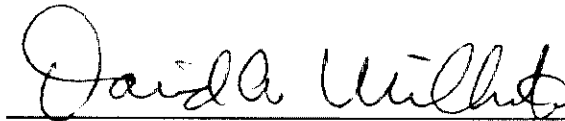


Gene Maynard



Darlene Thompson

THE UNDERSIGNED hereby certifies that the undersigned is an officer and director of Riverside Community Church, Inc., and that the above Articles of Incorporation were duly adopted by the Corporation and the Board of Trustees at a meeting thereof, by unanimous consent, on September 17, 1999.



David A. Wilhite

ROBERT L. ALDRIDGE, CHARTERED

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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF AMENDMENT
(Non-profit)
RIVERSIDE COMMUNITY, CHURCH, INC.

Pursuant to Title 30, Chapter 3, Idaho Code, the following Articles of Amendment are hereby adopted by the above corporation:

- (a) The original name of the corporation was Community Christian Fellowship, Inc. The said name was amended, on or about February 22, 1999, to Riverside Community Church, Inc., and said amended name is utilized in the attached amendment.
- (b) The Articles amend the prior articles of incorporation of the corporation by deleting such prior articles in full and substituting therefore the attached articles of incorporation.
- (c) The amendment consists exclusively of matters which do not require member approval pursuant to Idaho Code §30-3-90, and was therefore adopted by the board of directors on September 17, 1999. Three directors were entitled to vote and all three directors voted in favor of the amendment.

DATED September 17, 1999.

VERIFICATION

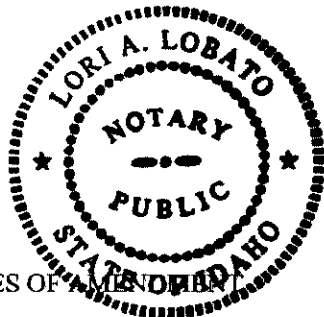
STATE OF IDAHO)
) ss.
COUNTY OF ADA)

The undersigned, being first duly sworn on oath states as follows: the undersigned is Vice President of the above corporation and executed, in duplicate, the foregoing Articles of Amendment; the undersigned has read the foregoing, knows the contents thereof, and believes the same to be true to the best information and knowledge of the undersigned.

DATED September 17, 1999

David A. Wilhite

SUBSCRIBED AND SWORN TO before me this September 17, 1999, by David A. Wilhite.



Lori A. Lobato

NOTARY PUBLIC FOR IDAHO
Residing at *Boise, Idaho*
My Commission expires on *11/3/2004*