

ARTICLES OF INCORPORATION
OF
BALLO CAPESSO, INC.

2004 SEP 24 AM 9:31
STATE OF IDAHO

The undersigned, being a person of full age and a citizen of the United States, for the purposes of forming a not-for profit corporation hereby incorporate myself under the Idaho Non-Profit Corporation Act, Sections 30-3-1, et seq., Idaho Code, and adopt the following articles of incorporation

ARTICLE I

The name of the corporation shall be BALLO CAPESSO, INC.

ARTICLE II

The corporation is formed as a non-profit corporation.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The purposes of the corporation are:

- a. To accomplish those actions and perform those services as are necessary or advisable to promote performing fine arts dance and ballet, pursuant to the Idaho Non-Profit Corporation Act, and more particularly to produce and present dance and ballet productions as an educational, cultural, nonprofit, community and regional project. To foster, encourage and develop popular appreciation of dance and ballet; to provide the means, equipment and facilities to afford qualified persons an opportunity and medium through which dance and ballet may be produced and presented to the public; to own lease, operate, and maintain workshops and dance companies; to cultivate, promote, foster, sponsor and develop the understanding, and love of dance and ballet;
- b. To engage in activities characteristic of charitable and benevolent organizations, generally.

IDAHO SECRETARY OF STATE
09/24/2004 05:00
CK: 17032 CT: 2293 BH: 767000
1 @ 30.00 = 30.00 INC NONP # 2

C 756583

ARTICLE VIII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 charitable, religious, scientific, and educational purposes, 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 (or the corresponding provision of any future federal tax law). No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. 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 of incorporation, the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax law), or (b) by a corporation, contributions to which are deductible under 26 USC § 170(c)(2) (or the corresponding provision of any future federal tax law).

ARTICLE IX

On 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 in such manner or to such organization or organizations as shall qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future federal tax law), as the board of directors shall determine. Any such assets not so disposed shall be disposed of by the court

- c. To acquire and hold, develop, improve, subdivide, lease, construct, exchange, mortgage, sell, convey, finance or otherwise dispose of or deal in, real estate.
- d. To borrow or raise money for any of the purposes of the corporation and in connection therewith to grant collateral or other security, either alone or jointly with any other person, firm, or corporation, and to make and issue promissory notes, drafts, bonds, debentures, and other evidences of indebtedness; and in general, to any and all things and to exercise any and all powers which now or hereafter might be lawful for a non-profit corporation to do or exercise, under and in pursuance of the Idaho Non-Profit Corporations Act, or any other law which now or hereafter might be applicable to this corporation; and to do everything necessary, suitable and proper for the attainment of any of the purposes, the accomplishment of any of the objects, or the furtherance of any of the powers set forth above.

ARTICLE V

The corporation shall consist of governing members and participating members. The conditions of membership shall be fixed by the bylaws, except, however, that no members other than governing members shall have any voting rights.

ARTICLE VI

This corporation shall not have authority to issue capital stock..

ARTICLE VII

The Board of Directors of not less than three persons shall be elected by the governing members and shall manage the corporation. The total number of director, not less than three, shall be fixed by the bylaws. The initial directors shall be:

Deborah Bean
214 Martinsburg Ln.
Idaho Falls, Idaho 83404

Mike Bean
214 Martinsburg Ln
Idaho Falls, Idaho 83404

Kevin Mulvey
2330 DeSoto St.
Idaho Falls, Idaho 83404

who shall hold office until the first annual election of directors or until such time as a successor has been named.

in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations and operated exclusively for such purposes.

ARTICLE X

The organizer, incorporator, and the initial registered agent of the corporation is:

Deborah Bean
214 Martinsburg Ln.
Idaho Falls, Idaho 83404

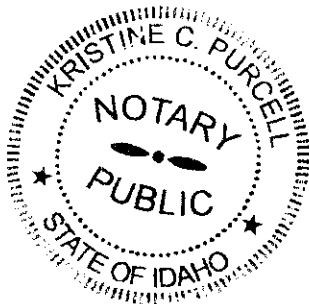
and the address of the initial registered office of the corporation is 214 Martinsburg Ln., Idaho Falls,
Idaho 83404

DATED This September 21, 2004.

Deborah Bean
DEBORAH BEAN

STATE OF IDAHO)
)
County of Bonneville)

On this September 21, 2004, before me personally appeared, DEBORAH BEAN, known to me to be the person whose name is subscribed on the foregoing instrument, and acknowledged to me that she executed the same.



Kristine C. Purcell
NOTARY PUBLIC For Idaho
Residing at: Idaho Falls, ID
My commission expires: 7-7-07