



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

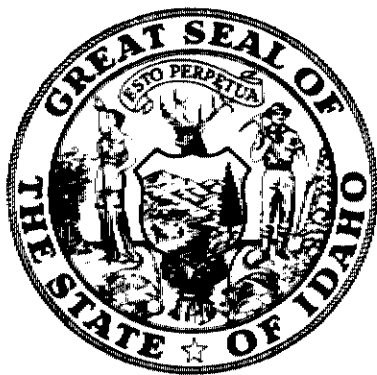
SPIRITUAL ASSEMBLY OF THE BAHÁ'IS OF LAPWAI, IDAHO, INC.

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 SPIRITUAL ASSEMBLY
OF THE BAHÁ'IS OF LAPWAI, IDAHO, 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 October 19, 19 87.



Pete T. Cenarrusa
SECRETARY OF STATE

Sandra Martinez
Corporation Clerk

RECEIVED
SEC. OF STATE

ARTICLES OF INCORPORATION
OCT 19 AM 9 06

OF

SPIRITUAL ASSEMBLY OF THE BAHAI'S
OF LAPWAI, IDAHO, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, desiring to form a non-profit corporation pursuant to the provisions of the Idaho Non-profit Corporation Act, adopt the following Articles of incorporation:

ARTICLE I

(Name and Purpose)

The name of the corporation shall be Spiritual Assembly of the Baha'is of Lapwai, Idaho, Inc.

ARTICLE II

(Duration)

The duration of this corporation shall be perpetual.

ARTICLE III

(Charitable Purposes)

This corporation is organized for charitable, educational and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, and for the establishment and maintenance of religious worship and spiritual activities in Lapwai, Idaho, and the adjoining areas and communities, in accordance with the principles of

the Baha'i Faith as set for by Baha'u'llah, its founder; 'Abdu'l-Baha, its Interpreter and Exemplar; Shoghi Effendi, its Guardian; the Universal House of Justice, its supreme legislative body; and the National Spiritual Assembly of the Baha'is of the United States, the duly constituted administrative authority in and for the United States of America; and further for the doing of any and all things necessary and incident to the performance of the purposes set forth above.

ARTICLE IV

(Dissolution)

Upon 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 such organizations as the Board of Directors shall select which have been organized and operated exclusively for charitable, educational, religious, or scientific purposes and which at that time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). In the event that the Spiritual Assembly does not so designate, the corporation's property and property sites shall be transferred to the National Spiritual Assembly of the Baha'is of the United States, whose principle place of business is in Wilmette, County of Cook, Illinois.

ARTICLE V

(Members)

The qualifications and rights of the members shall be set forth in the By-Laws. The private property of the members shall not be subject to the payment of the corporate debts, liabilities, or obligations to any extent whatsoever.

ARTICLE VI

(Incorporators-Directors)

The number of directors of the initial board of directors of this corporation shall be nine (9). The affairs of the corporation shall be managed by the board of directors. The directors' qualifications, manner of election, and terms of office shall be prescribed by the By-Laws. The number of directors may be altered from time to time by amendment to the By-Laws.

ARTICLE VII

(Officers)

The officers of this corporation shall consist of a President, Vice-President, Secretary, Treasurer, and such other officers as the Board of Directors of the corporation shall deem necessary, and the said officers shall be elected by the Board of Directors and hold office during the pleasure of the Board. Each of the officers shall have such powers as may be conferred upon him by the By-Laws of the corporation.

ARTICLE VIII

(Registered Office - Registered Agent)

The street address of the initial registered office is 302 First Street West, Lapwai, Idaho 83540, and the name of the initial registered agent at such street address is Ferris Paisano, III.

ARTICLE IX

The names and addresses of the directors constituting the initial Board of Directors of this corporation are as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|------------------------------------|
| Mary T. Gubatayao | P. O. Box 638, Lapwai, Idaho 83540 |
| C. Peter Bolima | P. O. Box 638, Lapwai, Idaho 83540 |
| Ferris Paisano, III | P. O. Box 566, Lapwai, Idaho 83540 |
| Linda J. Paisano | P. O. Box 566, Lapwai, Idaho 83540 |
| Jenny Williams | P. O. Box 313, Lapwai, Idaho 83540 |
| Dwight Williams | P. O. Box 313, Lapwai, Idaho 83540 |
| Ruby J. Lawson | P. O. Box 638, Lapwai, Idaho 83540 |
| Juanita Bolima | P. O. Box 476, Lapwai, Idaho 83540 |
| Roderick C. Scott | P. O. Box 476, Lapwai, Idaho 83540 |

The nine incorporators so named and residing as above stated shall serve as the initial Board of Directors and shall manage and control the affairs of the corporation until the first annual meeting of members or until their successors are elected and qualify.

EXECUTED IN DUPLICATE ORIGINAL THIS _____ day of _____,
1987.

Mary T. Gubatayao
Mary T. Gubatayao

C. Peter Bolima
C. Peter Bolima

Ferris Paisano III
Ferris Paisano, III

Linda J. Paisano
Linda J. Paisano

Jenny Williams
Jenny Williams

Dwight Williams
Dwight Williams

Ruby J. Lawson
Ruby J. Lawson

Juanita Bolima
Juanita Bolima

Roderick C. Scott
Roderick C. Scott

STATE OF IDAHO)
) ss.
COUNTY of NEZ PERCE)

On this _____ day of _____, 1987, before me, the undersigned,
a Notary Public in and for said State, personally appeared Mary T.
Gubatayao, C. Peter Bolima, Ferris Paisano, III, Linda J. Paisano, Jenny

Williams, Dwight Williams, Ruby J. Lawson, Juanita Bolima, Roderick C. Scott, known to me to be the persons whose names are subscribed to the within Articles of Incorporation and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above-written.

Notary Public in and for the State
of Idaho, residing at _____,
therein.

My Commission expires _____.