

**FILED/EFFECTIVE**

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STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
HOPE International, Inc.  
An  
IDAHO NON-PROFIT CORPORATION

IDAHO SECRETARY OF STATE  
03/01/2000  
08:00  
CK: 04150027 CT: 127.50 IN: 01915  
10:00 = 30.00 INC MAP # 2

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We, the undersigned, pursuant to the Idaho Revised Statutes governing non-profit companies, hereby adopt the following Articles of Incorporation for a non-profit company.

**ARTICLE I**

**NAME**

The name of the non-profit company is HOPE International, Inc. (the "Company").

**ARTICLE II**

**DURATION**

The period of existence shall be perpetual.

**ARTICLE III**

**PURPOSE**

The Company is organized for the following purposes.

(a) The Company is organized exclusively for charitable, religious, educational and scientific 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 section of any future federal tax code.

(b) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 (a) thereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this company shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this company.

(c) Upon the dissolution of the company, assets shall be distributed according to the laws of the State of Idaho regulating non-profit or tax exempt companies. Otherwise assets shall be distributed in accordance with federal tax code regulating non-profit or tax exempt companies.

(d) To purchase, otherwise acquire and hold for leasing to other entities and for investment purposes, certain personal and real property and make other real and personal (or

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mixed) property investments, of every character and nature and wherever situated, as the Officers shall determine.

(e) To borrow money and issue notes and other evidences of indebtedness, and to secure the payment or performance of its obligations by mortgage, deeds of trust, pledge or otherwise.

(f) To lend money with or without security, including but not limited to the security of mortgages, deeds of trust, pledges or other hypothecations of real and personal property.

(g) To draw, make, accept, endorse, discount, execute or issue promissory notes, drafts, bills of exchange, warrants, and other negotiable or transferable instruments.

(h) To enter into and make, perform and carry out contracts of every kind of description made for lawful purposes, without limit as to amount, with any person, firm, association, limited-liability company, or corporation, either public or private.

(i) To have one or more offices and to carry on all or any of the objects and purposes herein enumerated, and to conduct the business of the Company in any of the states of the United States of America, the District of Columbia, the territories of the United States, and foreign countries.

(j) To do business under fictitious or assumed names; to act as agent or principal; to become a member of a limited-liability company, joint venture, association, general or limited partnership, trust, or any other form of business organization, or a stockholder in a corporation, by purchase, investment, affiliation or otherwise.

(k) To carry on any other lawful business permitted by Idaho law and to perform all acts in furtherance thereof.

#### ARTICLE IV

##### PLACE OF BUSINESS

The address of the principal place of business of the Company in Idaho is

RR1, Box 71-15  
Salmon, Idaho 83467

#### ARTICLE V

##### RESIDENT AGENT

The name and business address of the resident agent of this Company is:

James Wagner  
RR1, Box 71-15  
Salmon, Idaho 83467

ARTICLE VI

**BOARD OF DIRECTORS**

The board of directors shall consist of no fewer than three (3) people however there may be more. The names and address of the directors are:

James Wagner	RR1, Box 71-15	Salmon, ID 83467
John Downing	P.O. Box 41	Tendoy, ID 83468
Duane Whipple	P.O. Box	Leadore, ID 83464

ARTICLE VII

**INCORPORATORS**

The name and address of the incorporators:

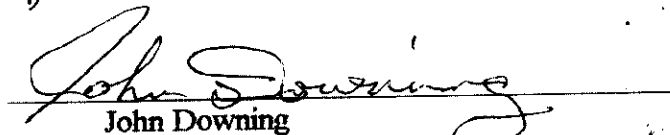
James Wagner	RR1, Box 71-15	Salmon, ID 83467
John Downing	P.O. Box 41	Tendoy, ID 83468
Duane Whipple	P.O. Box	Leadore, ID 83464

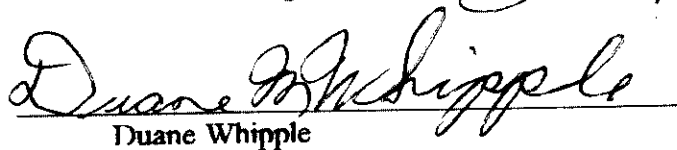
ARTICLE VIII

The corporation does have voting members.

IN WITNESS WHEREOF, we have hereunto set our hands at Salmon, Idaho on the  
23 day of February, 2000.

  
James Wagner

  
John Downing

  
Duane Whipple