

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

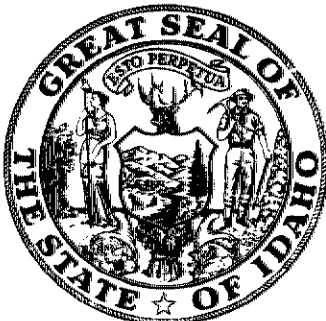
THE HISPANIC CULTURAL CENTER OF IDAHO, INC.

File number C 118510

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 THE HISPANIC CULTURAL CENTER OF 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: March 3, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

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SECRETARY OF STATE
STATE OF IDAHO
**ARTICLES OF INCORPORATION
OF**

SECRETARY OF STATE
STATE OF IDAHO

THE HISPANIC CULTURAL CENTER OF IDAHO, INC.

The undersigned, acting as the incorporators of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("the Act"), adopts the following Articles of Incorporation ("Articles").

Article I Name.

The name of the Corporation is The Hispanic Cultural Center of Idaho, Inc.

Article II Nonprofit Status.

The Corporation is a nonprofit corporation.

Article III Period of Duration

The period of duration of the Corporation is perpetual.

Article IV Registered Office and Agent

The location of the Corporation is in the City of Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is 5460 W. Franklin Road, Suite B, Boise, Idaho 83705 and the name of the initial registered agent at this address is Daniel A. Ramirez.

Article V Purposes.

The purposes for which the Corporation is organized and will be operated are as follows:

IDAHO SECRETARY OF STATE
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- A. To recognize, celebrate and preserve Hispanic heritage in Idaho by preserving the arts and cultural traditions of the Hispanic population of Idaho; by exposing both the Hispanic and non-Hispanic communities in Idaho to the cultural heritage of the Hispanic population; by nurturing the Hispanic arts community in Idaho, and particularly encouraging the development of younger Hispanic artists; and by teaching Hispanic youth about their cultural heritage through classes, performances, exhibitions and outreach programs.
- B. Charitable, religious, educational or scientific within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c) (3) .
- C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.
- D. Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- E. Participate in mergers and consolidations with other nonprofit corporations organized for the same or similar purposes.
- F. Have and exercise any and all powers, rights and privileges which a corporation organized under the Act may by law now or hereafter have or exercise.

Article VI Limitations.

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on

any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

Article VII Members.

The Corporation shall not have any members.

Article VIII Board of Directors.

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

Article IX Distribution on Dissolution.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

Article X Incorporators and Initial Directors

The names and street addresses of the incorporators and Initial Directors are:

Ana Maria Schachtell, 1108 Ranch Road, Boise Idaho 83702

Maria Carmen Gambliel, 6731 E. Glacier Drive, Boise Idaho 83712

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Barbara Roberts, 1701 N. 21st Street, Boise Idaho 83702

John Bertram, 417 S. 13th Street, Boise Idaho 83702

Daniel Ramirez, 5460 W. Franklin Road, Boise Idaho 83705

Article XI Bylaws.

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

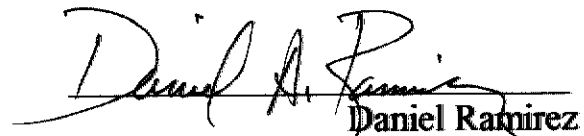
DATED this 25th day of February, 1997


Ana Maria Schachtell


Maria Carmen Gambliel


Barbara Roberts


John Bertram


Daniel Ramirez