

**Department of State**

**CERTIFICATE OF INCORPORATION  
OF**

**CHRIST'S FELLOWSHIP, 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 \_\_\_\_\_

**CHRIST'S FELLOWSHIP, 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 2, 1987



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Frederick L. T...*  
Corporation Clerk

ROBERT L. ALDRIDGE, CHARTERED  
Attorney at Law  
1209 No. 8th Street  
Boise, Idaho 83702-4297  
Phone: (208) 336-9880  
Attorney for Incorporator

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SECRETARY OF  
STATE

ARTICLES OF INCORPORATION

OF

CHRIST'S FELLOWSHIP, INC.

KNOW ALL MEN BY THESE PRESENTS, that We, Randall E. Decker, Jr., and Kennon Adkison, 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, § 33-301, et seq., 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:

CHRIST'S FELLOWSHIP, 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

b. Pursuant to Idaho Code, Section 30-306(a), the purpose of this association is to conduct a religious organization, with services, for the general public and the members.  
under Section 501(c)(3) et seq. of the Internal Revenue Code of 1954, as amended, and in particular the individual code section hereinafter referenced.

c. 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.

d. 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, and particularly §501(c)(3). 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 Sections 501(c)(3) et seq. of the Internal Revenue Code of 1954, as amended, nor to engage directly or indirectly in any activity which would cause the loss of such qualification.

e. The incorporator of the association, together with such other persons as said incorporator may elect, shall comprise the initial Board of Directors of the association, which said Board, by majority vote, shall administer the above purposes.

f. 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.

g. The association may sue and be sued, complain and defend in any law or equity.

h. The association may have and use a corporate seal, which may be altered at pleasure.

i. The association may elect such officers and appoint such agents as the business of the association shall require and allow them suitable compensation.

j. 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.

k. 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) of the Internal Revenue Code.

l. This association is organized exclusively for purposes within the meaning of §501(c)(3) 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.

m. The association may accept donations from other persons and/or entities in support of the above purposes.

#### ARTICLE V

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

#### NAME AND STREET ADDRESS

Randall E. Decker, Jr.  
284 River Height Drive  
Meridian, Idaho 83642

Kennon Adkison  
~~Meridian, Idaho~~  
1131 E. WASHINGTON  
BOISE, IDAHO

At the first annual meeting following the expiration of the one year period for which the Director(s) herein designated will serve, and at each annual meeting thereafter, a new Board of Directors 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 Directors 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 Directors. 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 § 30-301, et seq.

ARTICLE IX

The by-laws of the association for the management of its affairs shall be adopted by the Director(s) of said association, and said Director(s) 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 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 Randall E. Decker, Jr.. 284 River Height Drive, Meridian, Id. 83642

IN WITNESS WHEREOF, the incorporators do hereby make, sign, and acknowledge these Articles of Incorporation this 23<sup>rd</sup> day of February 1984

  
RANDALL E. DECKER, JR.  
284 River Height Drive  
Meridian, Idaho 83642

Kennon Adkison  
KENNON ADKISON

THE UNDERSIGNED hereby certify that they are the officers and directors of Christ's Fellowship, Incorporation and that the above Articles of Incorporation were duly adopted by the Corporation and the Board of Directors at a meeting thereof, by unanimous consent.

Randall E. Decker, Jr.  
RANDALL E. DECKER, JR.

Kennon Adkison  
KENNON ADKISON

STATE OF IDAHO     )  
                              ) ss.  
COUNTY OF         )

On this 23<sup>rd</sup> day of February, 1987, before me, Robert L. Adkison, a Notary Public in and for said State, personally appeared RANDALL E. DECKER, JR. and KENNON ADKISON, known or identified to me to be the persons whose names are attached to the foregoing Articles of Incorporation and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto placed my official hand and seal the day and year in this Certificate first above written.

  
Notary Public for Idaho  
Residing at Boise  
Commission 15 Confirmed