

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

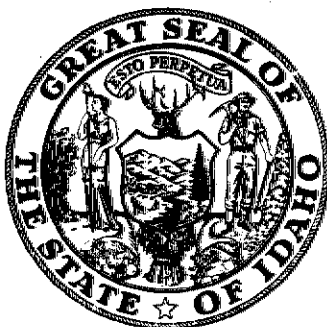
FOR THE BIRDS, INC.

File number C 117980

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 FOR THE BIRDS, 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: January 22, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

Shirley J. Clark

ARTICLES OF INCORPORATION
OF
FOR THE BIRDS, INC.

JAN 22 8 51 AM '97
SECRETARY OF STATE
STATE OF IDAHO

THE UNDERSIGNED, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME.

The name of the Corporation is FOR THE BIRDS, 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. INITIAL REGISTERED OFFICE AND AGENT.

The location of this Corporation is in the City of Nampa, County of Canyon, State of Idaho. The address of the initial registered office is 1506 Happy Valley Road, Nampa, Idaho 83687, and the name of the initial registered agent at this address is JERRY L. KORN.

ARTICLE V. PURPOSES.

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

A. Housing, feeding, propagation, and exhibition of birds and animals.

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B. Housing, feeding, and rehabilitation of birds and animals that can no longer survive in the wild.

c. Aid and education of the public on how birds and animals live and survive.

D. 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 organizations under such Section 501(c)(3).

E. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing 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.

ARTICLE VI. LIMITATIONS.

No part of the net earnings or the assets of the Corporation shall inure 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 shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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, 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. NO MEMBERS.

The Corporation shall have no members.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than three (3) nor more than (5) individuals. The actual number of directors shall be fixed by 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 or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

NAME:

ADDRESS:

JERRY L. KORN

1510 Happy Valley Road
Nampa, Idaho 83686

SUSAN F. KORN

1510 Happy Valley Road
Nampa, Idaho 83686

LEON J. KORN

1415 Sunflower Court
Nampa, Idaho 83686

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 the 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 such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.


ARTICLE X. INCORPORATOR.

The name and street address of the incorporators are JERRY L. KORN, 1510 Happy Valley Road, Nampa, Idaho 83687, and SUSAN F. KORN, 1510 Happy Valley Road, Nampa, Idaho 83687.

ARTICLE XI. BYLAWS.

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

DATED this 21 day of January, 1997.


JERRY L. KORN


SUSAN F. KORN