

Department of State.

**CERTIFICATE OF INCORPORATION
OF**

AGAPE FORCE BOISE, INC.

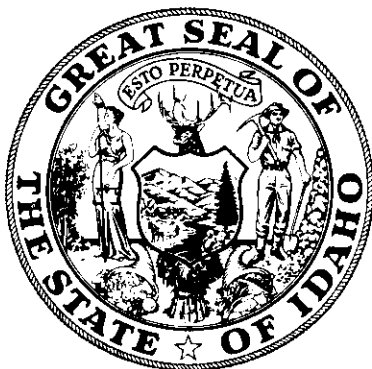
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

AGAPE FORCE BOISE, 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 June 9, 19 82



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF INCORPORATION

of

SECRETARY OF
STATE

AGAPE FORCE BOISE, INC.

PREAMBLE

We do hereby recognize ourselves as an Agape Force church in fellowship with and part of the Agape Force Central for the purpose of establishing and maintaining a place of worship of Almighty God, our Heavenly Father; to provide training and discipleship in the principles of the Holy Scripture; and to assume our share of responsibility in the privilege of propagating the Gospel of Jesus Christ by all available means both at home and foreign lands adopt the following articles of church order and submit ourselves to be governed by them.

CONSTITUTION

ARTICLE 1. NAME

The name of this church, hereinafter referred to as "corporation", shall be "AGAPE FORCE BOISE, INC."

ARTICLE II. UNAUTHORIZED ACTIVITIES

1. No part of the net earnings of the corporation shall inure to the benefit of any Director of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

2. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on

behalf of any candidate for public office.

3. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended or by an organization, contributions to which are deductible under Section 170(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE III. DURATION

The Corporation is to have perpetual existence.

ARTICLE IV. PURPOSES

A. Specific Purposes

1. The purpose or purposes for which the corporation is organized are to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

B. Primary Purposes

1. To teach and preach and proclaim the Gospel of Jesus Christ to all people and to seek to convert those who have fallen into sin, and to teach and preach the Holy Bible and promulgate Christian faith, beliefs and practices;

2. To reach people with the Gospel of Jesus Christ as is constituted in the Holy Bible which we believe is the inspired word of God;

3. Realizing the struggle that people would have

in breaking from this old way of life and the many undesirable habits involved, and entering the new life in Jesus Christ, then to help them make that transition by all means and methods of redirection, rehabilitation, care and guidance;

4. To awaken and revive people to a genuine commitment to Christ-like principles of living;

5. To maintain and operate Christian seminars and meetings, rallies and meeting places to train persons to effectively minister to the needs of people;

6. To do and undertake for the betterment of mankind through the principles and teachings of the Christian faith, beliefs and practices, all things educational, charitable and religious, including missionary and evangelical, of whatsoever kind or nature;

7. To maintain an active Missioner Program, be involved in the Vanguard Training Program and recruit workers and ministerial candidates for Agape Force ministries;

8. To establish and help build up other new Agape Force churches so as to effectively reach for Jesus Christ as many people as possible; and

9. To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho, as contained in Title 30, Chapter 3, Idaho Code, or under any act amendatory thereof or supplemental thereto or substituted therefor, subject, however, to the conditions and limitations set forth in Article II above, and subject, also, to the condition that no such power or privilege shall be exercised in a manner or for a purpose which is inconsistent with the primary purposes set forth above in this Article or which is inconsistent with any other provision in these Articles of Incorporation.

The foregoing clauses are to be construed both as objects and powers; and it is hereby provided that the enumeration herein of specific objects and powers shall not be held to limit or restrict in any manner the general powers of the corporation, subject, however, to the conditions and limitations set forth in Article II above, and subject, also, to the condition that no power or privilege shall be exercised in a manner or for a purpose which is inconsistent

with the primary purposes set forth above in this Article or which is inconsistent with any other provision in these Articles of Incorporation.

ARTICLE V. MEMBERS

The corporation shall have members. The authorized number and qualifications of its members, the different classes of membership, if any, voting and other rights and privileges, shall be as set forth in the By-laws of said corporation.

ARTICLE VI. PREROGATIVES

Section 1. This corporation shall have the right to govern itself according to the standards of the New Testament Scripture, "endeavoring to keep the unity of the Spirit in the bond of peace..., till we all come in unity of the faith, and of the knowledge of the Son of God, unto a perfect man, unto the measure of the stature of the fullness of Christ" (Ephesians 4:3-13).

Section 2. To acquire by devise, bequest, descent, contribution, purchase or otherwise in any lawful manner, and to hold title to and improve real and personal property of any and all kinds and descriptions in the State of Idaho or elsewhere, and to sell, bargain, exchange, grant, lease, encumber, transfer upon trust, mortgage, alienate, or otherwise lawfully dispose of the same, and income therefrom, that may be necessary or convenient in and to the furtherance and the carrying out of the specific and primary purposes of this corporation above set forth in Article IV.

Section 3. To do or engage in any act or thing or enterprise in furtherance of the aforesaid specific and primary purposes of this corporation which in the opinion of the Board of Directors shall be for the benefit of this corporation.

Section 4. To employ all the necessary means and agencies to carry out the aforesaid specific and primary purposes, including the power to borrow money, contract debts, and issue bonds, notes and debentures and secure the payment and performance of its obligations.

Section 5. To be a promoter, partner, member, associate, or manager of any trust or endowment incidental to the specific and primary purposes of the corporation, and in connection therewith to receive, hold, administer and expend funds or real or personal property of every kind and character whatsoever subject to such trust or endowment.

Section 6. To sell and/or distribute and disseminate all manner of Christian literature, writings or media in furtherance of the aforesaid specific and primary purposes of this corporation.

Section 7. To do all and everything necessary, suitable and proper for the accomplishment, attainment or furtherance of any of the objects, powers or purposes hereinabove set forth in Article IV, either alone, or in the association with other corporations, partnerships, ventures, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid activities or powers or any part or parts thereof, provided the same be not inconsistent with the laws of the State of Idaho as contained in Title 30, Chapter 3, Idaho Code, or under any act amendatory thereof or supplemental thereto or substituted therefor, under which this corporation is organized, and with furtherance and attainment of the aforesaid specific and primary purposes for which this corporation is organized.

Section 8. To exercise all the powers granted by law to corporations under the laws of the State of Idaho as contained in Title 30, Chapter 3, Idaho Code, or under any act amendatory thereof or supplemental thereto or substituted therefor, and to have one or more offices for such purposes in the local city of origin.

Section 9. This corporation shall have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Idaho, provided, however, that notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an unsubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation above set forth in Article IV.

ARTICLE VII. AFFILIATION

This corporation shall affiliate itself with the Agape Force Central headquarters and shall share in the privileges and assume the responsibilities enjoined by that affiliation. Said affiliation being under contractual terms which permit this corporation to utilize the name identified in Article I hereof, provided the corporation and its membership shall adhere to the respective Tenets of Faith and such other contractual requisites as may be promulgated from time to time by Agape Force Central. Nevertheless it shall maintain its inherent rights in the conduct of its own affairs.

ARTICLE VIII. TENETS OF FAITH

We do agree to and will promulgate the Tenets of Faith of the Agape Force Central. These are unamendable under any conditions by this corporation.

ARTICLE IX. FINANCES

All funds for the maintenance of the corporation shall be provided by the voluntary contributions or the tithes and offerings of the members and friends of the corporation. Offerings shall be accepted by the corporation at such times and in such ways as agreed upon by the Pastor and Board of Directors, and shall be administered by the treasurer under their direction. (Malachi 3:10; Luke 6:38; I Corinthians 16:1-2; II Corinthians 9:6-8)

ARTICLE X. INTERVENTION

The Executive Committee of Agape Force Central shall have the privilege of intervening in the affairs of this corporation if the Pastor/President, other officers, or corporation:

A. Engage in unscriptural conduct including immorality and crime.

B. Habitually neglect the duties and responsibilities of their particular office or function.

C. Do not comply with the tenets and teachings of Agape Force Central.

D. Disseminate doctrines contrary to the tenets of Agape Force Central.

E. Do not comply with the Articles of Incorporation and/or By-Laws of this corporation.

The Executive Committee of Agape Force Central may call a meeting of this corporation (a) on its own initiative or (b) upon a majority vote of the voting members of this corporation, provided that the regular membership has been given five days notice of said meeting by mail. At said meeting the Executive Committee of Agape Force Central shall be the sole arbitrator. The Executive Committee of Agape Force Central shall have the power to remove any of the Board of Directors of this corporation upon a majority vote of the voting members of this corporation. Any vacancy created by such removal shall be filled in accordance with the By-Laws of this corporation. The action of the Executive Committee of Agape Force Central in removing any such director shall be final, and such director so removed shall have no further authority to participate in the affairs of this corporation.

ARTICLE XI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2257 University, Boise, Idaho 83706, and the name of its initial registered agent at such address is Amado J. Bobadilla.

ARTICLE XII. DIRECTORS

A. The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board to be known as the Board of Directors. The number of directors of this corporation shall be no less than three (3), no more than eleven (11).

B. The names and addresses of the persons who are appointed to act as the first directors until the selection

and qualifications of their successors are:

<u>Name</u>	<u>Address</u>
Amado J. Bobadilla	P. O. Box 8734 Boise, Idaho 83707
Betty Gene K. Bobadilla	P. O. Box 8734 Boise, Idaho 83707
Greg Larson	P. O. Box 5795 Tacoma, Washington 98405.

ARTICLE XIII. PROPERTY

All property shall be held in the corporate name of the organization. Real property may be purchased, sold, leased, mortgaged, or otherwise alienated at a regular or special business meeting called for that purpose.

ARTICLE XIV. DISSOLUTION

All property of this corporation shall irrevocably be dedicated to the purposes of this corporation as set forth in its constitution and by-laws; in the event of dissolution of the corporation, its president and secretary are hereby authorized and instructed to convey title to all of its property and assets to Agape Force Central, a non-profit corporation organized and operated exclusively for religious and charitable purposes provided that Agape Force Central is a tax exempt organization under the provisions of Section 501(c)(3) of Internal Revenue Code at the time of this corporation's dissolution; and under the Idaho Income Tax Act - provided the Executive Committee of Agape Force Central shall elect to receive the same. Whereupon the Agape Force Central shall take possession of said property and assets, and, after paying or adequately providing for the debts and obligations of the church body, shall use the property or the proceeds therefrom for the furtherance of the purposes of the Agape Force Central. In the event that the church dissolves without taking a formal vote in regard to the property, all property and assets shall automatically revert to Agape Force Central, as stated above. Certification of such dissolution shall be made by the Executive Committee of Agape Force Central. This article may not be amended.

ARTICLE XV. AMENDMENTS

These Articles of Incorporation may be amended or changed by a 2/3 vote of the voting membership of this corporation who are in attendance at any regular or special business meeting called for that purpose, provided due notice of such proposed change shall have been made at all the services on at least two Sundays preceding the time of such meeting. However, this right to amend shall not be construed as authorization to amend Article VIII - Tenets of Faith, Article X - Intervention, or Article XIV - Dissolution.

ARTICLE XVI. LOCATION

The principal place of business shall be located at Boise, Ada County, Idaho.

ARTICLE XVII. INCORPORATORS

The name and address of each incorporator are as follows:

<u>Name</u>	<u>Address</u>
<u>Amado J. Bobadilla</u>	<u>P. O. Box 8734</u> <u>Boise, Idaho 83707</u>
<u>Betty Gene K. Bobadilla</u>	<u>P. O. Box 8734</u> <u>Boise, Idaho 83707</u>
<u>Greg Larson</u>	<u>P. O. Box 5795</u> <u>Tacoma, Washington 98405.</u>

IN WITNESS WHEREOF, We have hereunto set our hands this
8th day of June, 1982.

Amado J. Bobadilla

Betty Gene K. Bobadilla

Greg Larson