

FILED EFFECTIVE

2013 DEC 10 AM 8:43

**Articles of Incorporation
of
Alan E. Drew Institute, Inc.**

SECRETARY OF STATE
STATE OF IDAHO

In compliance with the requirements of the "Idaho Nonprofit Corporation Act," Idaho Code §§ 30-3-1, et seq., the undersigned, who is of lawful age, has this day voluntarily associated for the purpose of forming a corporation not-for-profit, and does hereby certify as follows:

ARTICLE I - NAME

The name of the corporation shall be "Alan E. Drew Institute, Inc."

ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSES

This corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of § 501(c)(3) of the "Code" (as used herein, the "Code" shall mean the United States Internal Revenue Code of 1986, as amended), including but not limited to providing the opportunity for individuals of all ages to increase their learning and appreciation for the evolution of electrical and communications technologies and the transaction of any lawful activity consistent with the foregoing purposes.

ARTICLE IV - MEMBERS

The corporation shall not have members.

ARTICLE V - INITIAL REGISTERED OFFICE

The initial registered office of the corporation is located at 7600 South Meridian Road, Meridian, Idaho 83642.

ARTICLE VI - INITIAL REGISTERED AGENT

The initial registered agent of the corporation, whose address is the same as that of the initial registered office of the corporation is Karla K. Rosa.

Articles of Incorporation

IDAHO SECRETARY OF STATE
12/10/2013 05:00
CK: 5166 CT: 84162 BH: 1401120
1 30.00 = 30.00 INC NONP # 2
1 20.00 = 20.00 NON EXPEDI # 3

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ARTICLE VII - BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors. The number of members of such Board of Directors shall be fixed from time to time in accordance with the Bylaws, but at no time shall the Board of Directors have less than three (3) members. The names and addresses of the persons who are to act as the initial Board of Directors of the corporation, to serve until their successors have been selected, are:

Aaron Q. Howell
7600 South Meridian Road
Meridian, ID 83642

Karla K. Rosa
7600 South Meridian Road
Meridian, ID 83642

Scott Tschirgi
7600 South Meridian Road
Meridian, ID 83642

The selection process for Directors (other than the members of the Board of Directors who are designated above), as well as Director terms, removal and duties, shall be provided for in the Bylaws of the corporation.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of the corporation are as follows:

Aaron Q. Howell
7600 South Meridian Road
Meridian, ID 83642

ARTICLE IX - DISSOLUTION

The corporation may be dissolved upon the affirmative vote of two-thirds (2/3) of the Board of Directors of the corporation, pursuant to the Bylaws, entitled to vote such vote being taken at a meeting of the Board of Directors called for that purpose, or upon the written consent of all members of the Board of Directors of the corporation. Upon the dissolution or other termination of the corporation, no part of the property of the corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the Directors of the corporation, but all such property and proceeds shall, subject to the discharge of valid obligations of the

corporation and to applicable provisions of law, be distributed, as directed by the Board of Directors of the corporation to or among any one or more corporations, trusts, community chests, funds or foundations described in § 501(c)(3) of the Code or any successor provisions.

If the Board of Directors of the corporation do not distribute all of the assets of the corporation upon dissolution, the remaining assets shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X - AMENDMENTS

Amendments to these Articles shall require the affirmative vote of majority of the members of the Board of Directors of the corporation then in office voting at a special meeting of the Board of Directors called for that purpose in accordance with Idaho Code § 30-3-90.

ARTICLE XI - RESTRICTIONS

Pecuniary profit is not the object or purpose of this corporation. The corporation is organized and shall be operated exclusively for charitable purposes within the meaning of § 501(c)(3) of the Code. 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. The property of the corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the corporation shall ever inure to the benefit of any Director, officer or shareholder thereof or to the benefit of any private person.

IN WITNESS WHEREOF, the undersigned incorporator of said corporation has executed these Articles of Incorporation this 5th day of December, 2013.



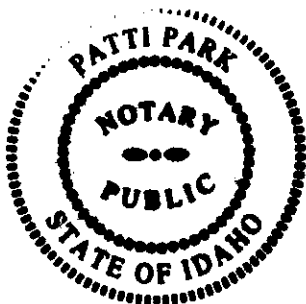
Aaron Q. Howell

STATE OF IDAHO)
 : ss.
COUNTY OF ADA)

On this 5th day of December 2013, before me, the undersigned, a Notary Public in and for said State, personally appeared Aaron Q. Howell, known or identified to me to be the person whose name is subscribed in the instrument, and acknowledged to me that he executed the same.

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

(SEAL)



Patti Park

Notary Public for Idaho

Commission expires: 2-22-2013