

Articles of Incorporation of the Hyperspud Foundation, Inc.

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, a citizen of the United States, desiring to form a Non-Profit Corporation under the Idaho Non-Profit Corporation Act, does hereby certify.

First: The name of the Corporation shall be The Hyperspud Foundation, Inc.

Second: The place in this state where the principal office of the Corporation is to be located is 402 S. Main Street, Moscow, ID, 83843.

Third: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial directors of the corporation are as follows:

John Crock, 3100 West Twin Rd., Moscow, Idaho, 83843

Lauretta Campbell, 404 Van Buren St., Apt.1, Moscow, Idaho, 83843

Laurene Sorensen, 3100 West Twin Rd., Moscow, Idaho, 83843

Fifth: The physical address of the Corporation's registered office in the state of Idaho is 106 East Third Street, Suite 4A in the City of Moscow, County of Latah, 83843. The mailing address of the registered office is P.O. Box 9826, Moscow, ID, 83843. The name of its registered agent at such address is Laurene Sorensen.

Sixth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third hereof. No substantial part of the activities of the corporation 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 or in opposition to 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Seventh: The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section

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4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Eighth: The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Ninth: The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Tenth: The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Eleventh: The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.


Twelfth: Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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.

Thirteenth: The corporation shall not have members.

Fourteenth: The name and mailing address of the incorporator are as follows:

John Crock
3100 West Twin Road
Moscow, ID, 83843

In witness whereof, I have hereunto subscribed my name this 17 day of February, 2014.



John Crock, Incorporator