State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

LIVING GRACE FELLOWSHIP, INC. File number C 110477

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 LIVING GRACE 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: May 4, 1995

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Peter D Cenarrusa. SECRETARY OF STATE

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ARTICLES OF INCORPORATION

SECRETARY OF STATE

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LIVING GRACE FELLOWSHIP, INC.

of

The undersigned, acting as incorporator of a corporation under the Idaho Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is LIVING GRACE FELLOWSHIP, INC.

SECOND: The corporation is a non-profit corporation.

THIRD: The period of its duration is perpetual.

FOURTH: The corporation is organized to operate a church, which shall be exclusively for charitable, religious and educational purposes, including for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future Federal Tax Code; and to own, operate and maintain on a non-profit basis facilities for its operations; and to do any and all other acts or things necessary to carry out these purposes, and the transaction of any lawful activity as may be allowed under the laws of the State of Idaho and the Internal Revenue Code, and any amendments thereto.

FIFTH: The address of the initial registered office of the corporation is 670 Brookside Court, Mountain Home, Idaho 83647, and the name of its initial registered agent at such address is Frank A. Morano.

SIXTH: The number of directors constituting the Board of Directors shall be as set forth in the By-Laws, but shall not be less than three (3), and the initial Board of Directors who shall hold office until their successors are appointed are:

<u>Name</u>	Address
Frank A. Morano	670 Brookside Court Mountain Home, Idaho 83647
Steve G. Allen	S. 5607 Pittsburg Spokane, Washington 99223
Robert L. Daniels III	255 E. 14th North Mountain Home, Idaho 83647
Daniel Johnson	845 E. 11th North Mountain Home, Idaho 83647
Timothy Shawver	4815 H. Garfield Place MHAFB, Idaho 83648
M. Michelle Morano	670 Brookside Court Mountain Home, Idaho 83647

SEVENTH: The Corporation shall have members. The By-Laws of the Corporation shall establish the criteria and procedures for admission of members and the rights and obligations of members, including voting rights.

EIGHTH: (a) The corporation is organized exclusively for charitable, religious and educational 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 of 1986 (or the corresponding provision of any future Federal Tax Code).

(b) It is intended by the provisions of these Articles of Incorporation that the corporation shall possess the status of an organization exempt from Federal Income taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or hereafter amended. Accordingly, no part of the affairs of the corporation shall be administered, directly or indirectly, in any manner whatsoever which might jeopardize the tax exempt status of the corporation.

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- (c) 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 Fourth hereof.
- (d) 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 any candidate for public office.
- (e) Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets of the corporation 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.
- (f) 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 of 1986, 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.

 $\underline{\text{NINTH:}}$ The name and address of the incorporator is as follows:

Name

Frank A. Morano

Address

670 Brookside Court Mountain Home, Idaho 83647

Dated this 300 day of May, 1995

Frank A. Morano