

FILED EFFECTIVE

ARTICLES OF INCORPORATION

2017 DEC -1 AM 9:00

OF

SECRETARY OF STATE
STATE OF IDAHO

TRIBAL LEARNING CENTER, INC.

The undersigned, acting as incorporator under the Idaho Nonprofit Corporation Act ("Act"), hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

1.01 Name

The name of this nonprofit corporation shall be Tribal Learning Center, Inc.

ARTICLE II
DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III
PURPOSE

3.01 Purpose

This 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.

A more specific purpose also includes to educate American Indian students ages 10 to 18 and adults on how to prepare for college academically, socially, athletically, and through the arts.

ARTICLE IV
NON-PROFIT NATURE

4.01 Powers

The corporation shall be authorized to do any and all acts and things, and to exercise any and all powers which it may now or hereafter may be lawful for the corporation to do or exercise under the Act to accomplish any of the purposes enumerated in Article III hereof.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of the corporation of any nature whatsoever, nor shall any of the property or

IDAHO SECRETARY OF STATE
12/01/2017 05:00
CK:PREPAID CT:270654 BH:1614337
1@ 30.00 = 30.00 INC NONP #2

0215913

assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon the termination, dissolution, or winding up of the corporation in any manner or for any reason, as provided in sections 30-30-1001 through 30-30-1006 of the Act, its assets, if any, 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.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its directors, officers or other private person or individual, 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 III, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

The corporation shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be

Name	Street Address	City or Town
Larry Murillo	1075 E. Cedar Street, Apmt L	Pocatello, ID 83201
Merle Smith	Blackfoot High School 870 South Fisher Avenue	Blackfoot, ID 83221
Manley Begay	Northern Arizona University 19 West McConnell Drive Bldg. 070, Room 224 PO Box: 15020	Flagstaff, AZ 86011-5020
Anne Seifert	Idaho National Laboratory Center for Advanced Energy Studies 995 University Blvd.	Idaho Falls, ID 83401
Robert Cutler.	Wells Fargo Bank 33 South Main Street	Pocatello, ID 83204

ARTICLE VI **MEMBERSHIP**

6.01 Membership

The corporation shall have no members. The management of the affairs of the corporation shall be vested in the board of directors, as set forth in the corporation's bylaws.

ARTICLE VII **AMENDMENTS**

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of at least two-thirds (2/3) of the board of directors.

ARTICLE VIII **ADDRESSES OF THE CORPORATION**

8.01 Corporate Address

The address of the corporation is:

Tribal Learning Center, Inc.
1075 East Cedar Street, Apartment L
Pocatello, ID 83201

The mailing address of the corporation is:

Tribal Learning Center, Inc.
Care of: Larry Murillo, DrPH
1075 East Cedar Street, Apartment L
Pocatello, Idaho 83201

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The address and name of the initial registered agent of the corporation shall be:


Larry Murillo, DrPH
1075 East Cedar Street, Apartment L.
Pocatello, Idaho 83201

ARTICLE X
INCORPORATOR

The incorporator of the corporation is:

Larry Murillo, DrPH
1075 East Cedar Street, Apartment L.
Pocatello, Idaho 83201

DATED this 22 day of November 2017.

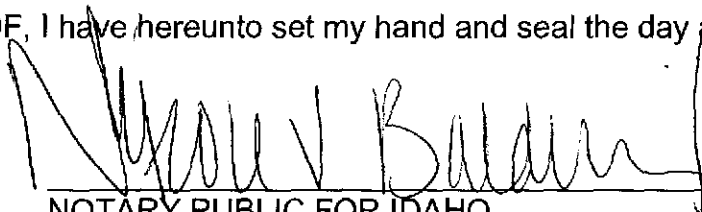


LARRY MURILLO, DrPH
Incorporator

STATE OF IDAHO)
 : ss
County of Bannock)

On this 22 day of November, 2017, before me, the undersigned, a Notary Public in and for said State, personally appeared LARRY MURILLO, known to me to be the person whose name is subscribed to the foregoing and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



NOTARY PUBLIC FOR IDAHO

Residing at: Pocatello, ID
My Commission Expires: June 23rd, 2022

