

ARTICLES OF INCORPORATION
OF
TREASURE VALLEY NEAR SPACE PROGRAM, INCORPORATED

04 APR 27 AM 9:28

SECRETARY OF STATE
STATE OF IDAHO

We, the undersigned, in order to form a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submit the following articles of incorporation to the Secretary of State.

ARTICLE I

NAME

The name of the Corporation shall be: TREASURE VALLEY NEAR SPACE PROGRAM, INCORPORATED.

ARTICLE II

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III

PURPOSES

The purposes for which this Corporation is organized are:

- (a) To foster, encourage and promote scientific research and education through Amateur Radio and high altitude balloons.
- (b) To stimulate and promote scientific and educational exchange of ideas and knowledge among members and any other interested parties.
- (c) To engage in such other activities as may be appropriate for the fulfillment of the purposes of the Corporation.

This organization is organized exclusively for charitable, scientific and educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

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 provisions of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law).

IDAHO SECRETARY OF STATE
04/27/2004 05:00
CK: 4028 CT: 178700 BH: 741643
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ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 3105 Jefferson Pkwy, Caldwell, ID 83605. The name of the registered agent at such address is John P. Stone.

ARTICLE V
POWERS

This Corporation shall have all the powers conferred upon nonprofit corporations pursuant to the Idaho Nonprofit Corporation Act.

Notwithstanding the foregoing, the Corporation shall exercise only such powers as are in furtherance of the purposes and objects stated in these articles of incorporation

ARTICLE VI
RESTRICTIONS OF POWER AND DISSOLUTION OF ASSETS

This Corporation is not organized for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any member, officer or director of the Corporation or other private person, 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 these articles of incorporation.

No substantial part of the activities of the Corporation shall consist of carrying on 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 a candidate for public office.

Upon the dissolution of this Corporation, assets shall be distributed for one or more exempt purposes, as determined by a majority vote of the then directors, within the meaning of section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future 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 the Court of Common Pleas of the county in which the principal offices 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 VII

MEMBERS

The Corporation shall have one or more classes of membership. The designation of such class or classes, the manner of election or appointment, and the qualifications, rights and obligations of the members of each class, shall be as set forth in the Bylaws.

ARTICLE VIII

DIRECTORS

The initial Board of Directors shall consist of five directors. The number of directors, their qualifications and the manner of their appointment or election shall be set forth in the Bylaws. The names and addresses of the initial Board of Directors, who shall manage the affairs of the Corporation until their successors shall have been elected and qualified are:

<u>Name:</u>	<u>Address:</u>
John P. Stone	3105 Jefferson Pkwy, Caldwell, ID 83605
Justin R. Formolo	16495 Madison Rd., Nampa, ID 83687
Gerald Kroenke	1115 Gold Dust St, Kuna, ID 83634
Daniel L. Paulson	1807 Silver Dr, Nampa, Idaho 83686
Tony L. Barrett	5389 Kyle Ave, Boise, ID 83704

ARTICLE IX

ELIMINATION OF LIABILITY

The officers, directors and members of the Corporation shall not be individually liable for the acts, debts, liabilities or obligations of the Corporation. The private property of any officer, director or member of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever.

Notwithstanding any other provisions herein, personal liability of an officer, director or member shall be eliminated to the greatest extent possible as is now, or in the future, provided for by law.

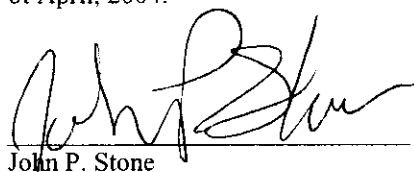
ARTICLE X

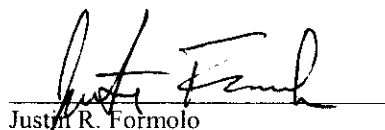
INCORPORATORS

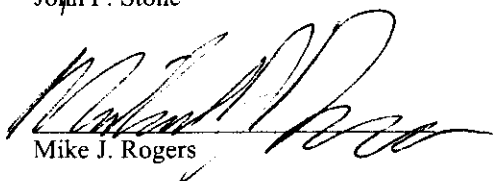
The names and addresses of the incorporators are:

<u>Name:</u>	<u>Address:</u>
John P. Stone	3105 Jefferson Pkwy, Caldwell, ID 83605
Justin R. Formolo	16495 Madison Rd., Nampa, ID 83687
Michael J. Rogers	967 E Parkcenter Blvd PMB 113, Boise, ID 83706
Gerald Kroenke	1115 Gold Dust St, Kuna, ID 83634

IN WITNESS WHEREOF, we have hereunto executed these Articles of Incorporation as of the 26th day of April, 2004.


John P. Stone


Justin R. Formolo

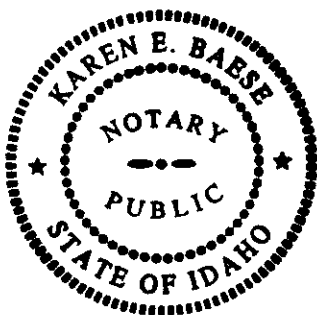

Mike J. Rogers

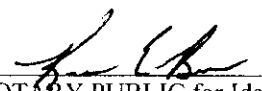

Gerald Kroenke

STATE OF IDAHO)
 : ss
COUNTY OF CANYON)

JOHN P. STONE, JUSTIN FORMOLO, MIKE ROGERS, and GERALD KROENKE being first duly sworn on oath, depose and say: That they are the incorporators of TREASURE VALLEY NEAR SPACE PROGRAM, INCORPORATED, the corporation within named; That they have read the foregoing Articles of Incorporation, know the contents thereof, and believe the same to be true to the best of their knowledge.

SUBSCRIBED AND SWORN to before me this 26th day of April, 2004.




NOTARY PUBLIC for Idaho
Residing at: Caldwell, Idaho, therein
My Commission Expires 3-11-06