

ARTICLES OF INCORPORATION OF
NO PLACE LEFT, INC.
A NON-PROFIT CORPORATION

12 MAY -3 PM 1:41
SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as incorporator of a nonprofit corporation ("Corporation") under and pursuant to the Idaho Non-profit Corporation Act ("Act"), adopt the following Articles of Incorporation ("Articles").

Article I Name

The name of the Corporation is No Place Left Inc.

Article II Nonprofit Status

The Corporation is a non-profit Corporation.

Article III Period of Duration

The period of duration of the Corporation is perpetual.

Article IV Registered Office and Agent

The location of the Corporation is in the City of Cascade, County of Valley, and State of Idaho. The address of the initial registered office is 366 Little Pearsol Rd, Cascade, Idaho 83611, and the name of the initial registered agent at this address is Richard G. Anderson.

Article V Purposes

The purposes for which the Corporation is organized and will be operated are as follows:

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- A. To promote awareness and provide financial support for church planting and leadership training in South Asia.
- B. Said corporation to be 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.
- C. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, in kind donations, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

Article VI Limitations

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislations, 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

Article VII Members

The corporation shall not have any members.

Article VIII Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the corporation. The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Richard G. Anderson	P.O. Box 799, Cascade, ID 83611
Lori L. Anderson	P.O. Box 799, Cascade, ID 83611
Michael Douglas Crevett	P.O. Box 635, Cascade, ID 83611
Daniel Sigler	110 Woodvine St. Boise, Idaho 83706

Article IX Distribution on Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation (to such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine). Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

Article X Incorporator

The name and street address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Richard G. Anderson	366 Little Pearsol, Cascade, ID 83611


Article XI Bylaws

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Directors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

Article XII Conflict of Interest

To ensure that the Corporation operates in a manner consistent with its charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, in connection with any actual or possible conflict of interest involving a proposed transaction or arrangement for the Corporation, any director, officer, or member of a committee with governing board-delegated powers who has a direct or indirect financial interest in the transaction or arrangement must disclose the existence of the financial interest and all material facts to the directors or to the members of a committee with governing board delegated powers who may be considering the proposed transaction or arrangement. After disclosure of the financial interest and all material facts, and after any discussion with the person making the disclosure, that person shall leave the governing board or committee meeting while the determination of a conflict of interest is made by the remainder of the governing board or committee. If the remainder of the governing board or committee concludes that a conflict of interest exists, then the governing board or committee shall decide the matter outside of the presence of the person with the conflict of interest. If the remainder of the governing board or committee concludes that no conflict of interest exists, the disclosing party shall return to the board or committee and participate in the deciding of the matter.

Dated this 3rd day of May, 2012



Richard G. Anderson, Incorporator