

ARTICLES OF INCORPORATION
OF
AMFAS FOUNDATION, INC.

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-FILED-

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Date Filed: 5/28/2024 1:09:00 PM

The undersigned, acting as incorporator under the Idaho Nonprofit Corporation Act (“Act”), hereby adopts the following Articles of Incorporation for such corporation:

1. **NAME**: The name of the corporation is AMFAS FOUNDATION, INC.
2. **NONPROFIT**: This is a nonprofit corporation.
3. **DURATION**: The duration of the corporation shall be perpetual.
4. **PURPOSES**: The corporation is organized exclusively for charitable, religious and educational purposes within the meaning of Internal Revenue Code § 501(c)(3), as amended from time to time, including, without limitation:

A. By providing educational opportunities through events and seminars and continuing education to concussion, traumatic brain injury, vascular dementia, and other forms of neurodegenerative disease by offering the means of bettering suffering individuals’ quality of life through personalized, integrative, and functional interventions;

B. By providing access to non-traditional mental health services by offering an alternative to conventional psychopharmacology;

C. By reducing barriers to access to functional neurology to individuals of all ages via use of diagnostic, laboratory, stimulatory, and coaching services rendered through affiliate health care providers or contractors;

D. By training health care providers to expand their body of medical knowledge to include approaches outside of their routine disciplines;

E. By supporting the community acquisition of innovative diagnostic and treatment equipment;

F. By providing community financial support for the recruitment and retention of skilled health care professionals, coaches, and service providers; and

G. To perform all things incidental to, or appropriate in, the achievement of its specific and primary charitable, and educational purposes, including receiving, administering, and expending public or private funds for such purposes.

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5. **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 Paragraph 4 hereof. Notwithstanding any of the provisions enumerated herein, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

6. **LIMITATIONS:** No part of the net earnings or the assets of the corporation shall inure to the benefit of, or be distributable to, its 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 Paragraph 4 hereof. No substantial part of the activities of the corporation shall be for 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. Notwithstanding any other provisions 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.

7. **MEMBERSHIP:** The corporation will have no members.

8. **REGISTERED OFFICE AND AGENT:** The address of the initial registered office of the corporation is 505 Pershing Ave, Ste. 100, Pocatello, Idaho 83201, and the name of the initial registered agent of the corporation is Eric L. Olsen.

9. **BY LAWS:** Provisions for the regulation of the internal affairs of the corporation shall be set forth in By Laws of the corporation as may be adopted by its incorporator or board of directors.

10. **ELECTION OF DIRECTORS:** Directors of the corporation shall be elected in the manner provided by the By Laws.

11. **INITIAL DIRECTORS:** The number of directors constituting the initial Board of Directors shall be 3 (or as provided in the By Laws), and the names and addresses of the persons who are to serve as directors or until their successors are elected and qualified are:

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Name	Street Address	City or Town
Eric Collett	12989 W. Paint Dr.	Boise, ID 83713
Randy Vawdrey	2508 Oneida St.	Pocatello, ID 83201
Gary Plummer	10374 Rue-Chamberry	San Diego, CA 92131
Corey Stein Plummer	10374 Rue-Chamberry	San Diego, CA 92131

12. **INCORPORATOR:** The name and address of the incorporator is:

Name	Street Address	City or Town
Randy Vawdrey	2508 Oneida St.	Pocatello, ID 83201

13. **DISSOLUTION:** Upon the termination, dissolution, or winding up of the corporation in any manner or for any reason, as provided in sections 30-3-110 through 30-3-115 of the Act, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be returned per the terms of any conditional grant or conveyance, or distributed or used exclusively for charitable, religious or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code as the same now exists or as it may be amended from time to time. Any such assets not so disposed shall be disposed of by a Court of Competent Jurisdiction of the State of Idaho, exclusively for such purposes or to such organization or organizations, as said Court shall determine, consistent with any specific designation placed on any such assets or funds.

DATED this 21st day of May 2024.

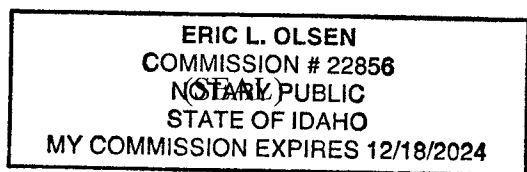



RANDY VAWDREY
Incorporator

STATE OF IDAHO)
 : ss
County of Bannock)

On this 21st day of May 2024, before me, the undersigned, a Notary Public in and for said State, personally appeared RANDY VAWDREY, 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: 12/18/2024