

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

THE MEETING ROOM, INC.

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 THE MEETING ROOM, 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: July 27, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By

Valerie Jint

ARTICLES OF INCORPORATION
THE MEETING ROOM, INC.

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SEC. OF STATE

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The undersigned persons, acting on behalf of the Christians presently meeting and worshipping at 301 North 4th Street West, Aberdeen, Idaho, hereafter referred to as the Assembly, and consisting of Christians gathered to the name of the Lord Jesus Christ according to Matthew 18:20 (KJV), do herewith seek incorporation as a non-profit corporation of the State of Idaho, under Idaho Non-Profit Corporation Act and adopt the following Articles of Incorporation for said corporation.

ARTICLE I

The name of this corporation shall be "THE MEETING ROOM, INC."

ARTICLE II

This corporation is and always shall be a non-profit corporation.

ARTICLE III

The period of duration of the corporation is perpetual, or until the coming of the Lord, whichever occurs first.

ARTICLE IV

This corporation is not organized for pecuniary profit or gain and will not issue any capital stock nor membership certificates.

ARTICLE V

The initial registered agent of the corporation for the service of process and all other matters is Richard Giesbrecht, 2815 West 2200 South, Aberdeen, Bingham County, Idaho, 83210

ARTICLE VI

The members of the Assembly are the members of THE MEETING ROOM, INC. The members of the corporation will manage the affairs of the corporation directly but will elect two principal organizers and/or leaders to act as a Board of Directors for the corporation for the purposes of complying with Idaho Code 30-323(9) & (10).

That the organizers and leaders initially appointed to act as the Board of Directors for the Corporation until their successors are duly selected shall be:

RALPH D. KLASSEN, 2837 West, 1700 South, Aberdeen,
Idaho 83210

RICHARD GIESBRECHT, 2815 West, 2200 South, Aberdeen,
Idaho 83201

All members of the Assembly as defined in the by laws shall each have one vote per member.

ARTICLE VII

The primary purpose and function of this corporation is to hold title to and manage the building and real estate known as The Meeting Room, which is used for Christian worship, prayer, fellowship, Bible study, and preaching of the Gospel and related activities. The brothers of the Assembly, who shall also be members of this corporation, will have all of the powers and duties specified under Idaho Code 20-314(c) and 30-324.

ARTICLE VIII

All matters relating to the functions and operations of the corporation shall be left to its membership and shall be determined at the monthly member's care meeting in accordance with the word of God.

ARTICLE IX

This corporation shall have all of the powers and be subject to all of the responsibilities of a non-profit corporation under the laws of the State, and in particular Chapter 3 of Title 30 of the Idaho Code as the same now exists or is hereafter amended.

ARTICLE X

The purpose of this corporation is to provide a place to worship the true God and his son Jesus Christ and study the word of God with fellow believers and for the furtherance of the Gospel. There will be no designated or appointed leader as such, nor will any officers be elected except as required by Idaho Law.

ARTICLE XI

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that this Corporation shall be authorized and empowered to reimburse members for out of pocket expenses incurred on behalf of the corporation and to make payments and distributions in furtherance of the purposes set forth in these Articles and the bylaws of this corporation.

ARTICLE XII

This corporation is exclusively for charitable 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 provision of any future United States Internal Revenue law) or (b) by corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

ARTICLE XIII

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organizations created and operated exclusively for charitable, religious and furtherance of the Gospel and in accordance with the purposes of the Assembly referred to herein; which shall qualify as an exempt organization under subsection 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provision of any future State internal revenue law, as the Board of Directors may determine.

Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as the court may determine, which are organized and operated exclusively for such purposes as governed and characterized this corporation and the Assembly hereinabove referred to.

ARTICLE XIV

These Articles may be altered and amended at any meeting of the organization providing a quorum is present, by a majority vote of the members present at such meeting, and such meeting has been called in accordance with Idaho Code 30-324(b).

IN WITNESS WHEREOF, we have made, signed, and acknowledged this certificate of incorporation this 17th day of June, 1992.


RICHARD GIESBRECHT



RALPH D. KLASSEN

STATE OF IDAHO)
) ss
County of Power)

On this 17th day of June, 1992, before me, the undersigned Notary Public in and for said State, personally appeared RICHARD GIESBRECHT and RALPH D. KLASSEN, known to me to be the persons whose name are subscribed to the within instrument, and acknowledged to me that they executed the same.

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

(seal)


Notary Public for Idaho
Residing at: am. Falls, Idaho
Comm. Exp.: 11/15/92