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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

AID FOR AIDS, Inc.

IDAHO SECRETARY OF STATE

02/06/1998 09:00
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The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

Article I Name.

The name of the Corporation is Aid for Aids, Inc.

Article II Nonprofit Status.

The Corporation is a nonprofit 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 Boise, County of Ada, and in the State of Idaho. The address of the initial registered office is 1106 East Jefferson Street, Boise, and the name of the initial registered agent at this address is Sheilah Y. Gibson.

Article V Purposes.

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

A. To engage in charitable, educational, and research activities, within the meaning of Section 501(c)(3) of the Internal Revenue Code, related to the prevention and treatment of Aids/HIV disease and to provide support for other charitable organizations sharing these purposes; and

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B. 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, 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 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 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 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.

VII No 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>
Barbara J. Newman	900 Parkhill Drive Boise, Idaho 83702
Sheilah Y. Gibson	1106 East Jefferson Street Boise, Idaho 83712
Albert Erquiaga	5337 N. Riffle Way Boise, Idaho 83703
J. David Navarro	2786 North Lakeharbor Lane Boise, Idaho 83703
Robert Vasquez	303 North 2nd Street Boise, Idaho 83702
Joseph Wheat	303 North 2nd Street Boise, Idaho 83702
Thomas Whitworth	991 Strawberry Lane Boise, Idaho 83712
Julie Lliteras	1147 Kingfisher Way Boise, Idaho 83709
Jennifer Lindsey	2028 North Waterfall Avenue Meridian, Idaho 83642

ARTICLE IX Distribution on Dissolution.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to an organization or organizations, identified in the reasonable discretion of the Board of Directors then in office, exempt from tax under Section 501(c)(3) of the Internal Revenue Code and involved in HIV prevention and education. 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.

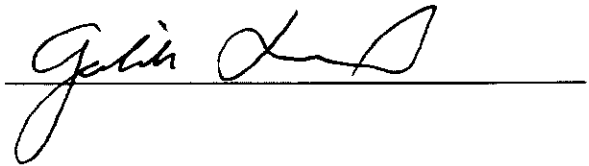
The name and street address of the incorporator is Gabrielle L. Lessard, Hawley Troxell Ennis & Hawley, LLP, P. O. Box 1617, Boise, Idaho 83701.

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.

DATED this 6th day of February, 1998.

A handwritten signature in cursive script, appearing to read "Gabrielle L. Lessard", is written over a horizontal line.