

FEB 11 9 54 AM '98

ARTICLES OF INCORPORATION

SEC. OF STATE
STATE OF IDAHO

of
COMMUNITY BUILDING PARTNERS, INC.

SECRETARY OF STATE
02/11/98 09:00
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The Undersigned, for the purpose of forming a nonprofit corporation under the laws of the State of Idaho, does hereby make and adopt the following Articles of Incorporation.

Article One
NAME

The name of the corporation is COMMUNITY BUILDING PARTNERS, INC..

Article Two
NOT FOR PROFIT

The corporation is a nonprofit corporation under the laws of the State of Idaho. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its members, directors or officers, except to the extent permissible under law.

Article Three
DURATION

The duration of the corporation is perpetual.

Article Four
PURPOSES

The corporation is organized and shall operate exclusively for the following purposes:

(1) To purchase or lease for the purposes of renovation the historic "Community Presbyterian Church" located at 402 William Street, Post Falls, Idaho, in order to operate the restored building for community, civic and religious purposes that promote and coordinate community volunteer programs for all ages, and encourage the social, artistic and educational growth of the community.

(2) Exercise all rights and powers conferred by the laws of the State of Idaho upon nonprofit corporations.

(3) Do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them, to include the ability to collect donation by the membership of the corporation for the purposes of defraying the costs of the above-described purposes.

Article Five LIMITATION

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers, but 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 Four. In the event that the corporation is dissolved, the remaining assets of the corporation shall become vested in the Post Falls School District for use by the District as deemed appropriate by the Board of Trustees of the District.

Article Six INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 503 S. Shoreline Ct, Post Falls, Idaho, 83854, and the name of the initial registered agent is FREEMAN B. DUNCAN.

Article Seven MEMBERS

The corporation shall have voting members who shall be persons that support the mission and purpose of the corporation and voluntarily request to become voting members. The voting members shall have all of the rights and privileges of membership in the corporation as set forth in the By-laws. The name and address of the initial voting members are as follows:

<u>Name</u>	<u>Address</u>
Pat Hubof	2308 Columbine Court Post Falls, ID 83854

Jeff Bell	1295 Penny Lane Post Falls, ID 83854
Susan Jacklin	1255 E. Crystal Bay Road Post Falls, ID 83854
Elaine Carver	4005 Milsap Loop Post Falls, ID 83854

Article Eight INITIAL BOARD OF DIRECTORS

The management of the corporation shall be vested in a Board of Directors. The number of directors constituting the initial Board of Directors is four. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The Voting members shall elect the Directors annually to staggered terms. The name and address of each initial director is as follows:

<u>Name</u>	<u>Address</u>
Pat Hubof	2308 Columbine Court Post Falls, ID 83854
Jeff Bell	1295 Penny Lane Post Falls, ID 83854
Susan Jacklin	1255 E. Crystal Bay Road Post Falls, ID 83854
Elaine Carver	4005 Milsap Loop Post Falls, ID 83854

Article Nine OFFICERS

The Officers of the corporation shall consist of a President and a Secretary/Treasurer, and such other officers as may be provided in the Bylaws. Each officer shall be elected by the Board of Directors as prescribed in the Bylaws. The name and address of the initial officers is as follows:

Name	Address	Title
Jeff Bell	1295 Penny Lane Post Falls, ID 83854	President

Pat Hubof

2308 Columbine Ct
Post Falls, ID 83854

Sec./Treasurer

Article Ten
INCORPORATOR

The name and address of the incorporator is Susan Jacklin, 1255 E. Crystal Bay Road, Post Falls, ID, 83854.

Article Eleven
BYLAWS

The Bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors, subject to the approval of a majority of the voting members.

Article Twelve
INDEMNIFICATION

The corporation shall indemnify each officer and board member, including former officers and board members, to the full extent permitted by the laws of the State of Idaho.

Article Thirteen
NONSTOCK BASIS

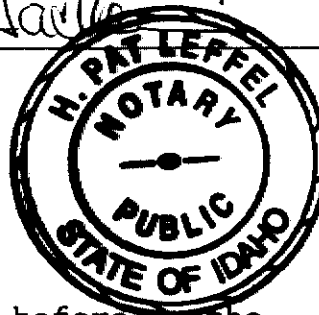
This corporation is organized on a nonstock basis. This corporation shall not issue shares of stock.

Article Fourteen
AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the members, directors and officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Idaho, as amended from time to time, unless more specific provisions for amendments are adopted by the corporation pursuant to law.

IN WITNESS WHEREOF, the undersigned has signed these
Articles of Incorporation on this 3 day of ~~January~~ ^{February}, 1998.

Susan Jacklin
Susan Jacklin



STATE OF IDAHO)
County of Kootenai)

On this 3 day of ~~January~~ ^{February}, 1998, before me the
Undersigned Notary Public, personally appeared SUSAN JACKLIN,
known to me to be the person whose name is subscribed to the
within instrument and acknowledged to me that he executed the
same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal the date above-written.

H. Pat Leffel
Notary Public, State of Idaho
Residing at: PO BOX FALLS
Commission expires: 9-26-03