

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
IGNITE HOPE, INC.
A Nonprofit Corporation

2011 DEC 30 PM 1:00

SECRETARY OF STATE
STATE OF IDAHO

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 OF THE CORPORATION

The name of the Corporation is IGNITE HOPE, INC.

ARTICLE II
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 principal office of the Corporation is in the City of Post Falls, County of Kootenai, and in the State of Idaho. The address of the initial registered office is 608 Northwest Boulevard, Suite 300, Coeur d'Alene, Idaho 83814 and the name of the initial registered agent at this address is Eleven-Fourteen, Inc.

ARTICLE V
PURPOSES

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

- (a) To promote and improve the general welfare of the community by accepting charitable donations and providing shelter, food and other community resources to homeless individuals and to other civic and charitable organizations in support of these objectives;
- (b) To acquire and hold an interest or interests in real and personal property suitable for the purposes of the Corporation;

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- (c) Charitable, religious, educational, or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt under such Section 501(c)(3).
- (d) 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 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, as amended from time to time.

ARTICLE VII NO MEMBERS

The corporation shall have no 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, which number shall be no less than three. 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:

NAMEADDRESS

Ron Nilson
Patty McGruder

5650 E. Seltice Way, Post Falls, ID 83854
c/o Dirne Clinic 1106 W Ironwood Dr. Coeur d'Alene, ID
83814

Thomas J. Hamilton
Natalie Forsyth
Linda M. Davis

9638 Ptarmigan Dr., Hayden, ID 83835
1086 E Forest Park Lane, Coeur d'Alene, ID 83815
4444 Greenchain Loop, #1, Coeur d'Alene, ID 83814.

ARTICLE X
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 such organization or organizations as shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as amended from time to time, for such organization's use for one or more exempt purposes within the meaning of said section of the Internal Revenue Code, or corresponding section of any future Federal tax code, 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 tax exempt purposes to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XI
INCORPORATOR

The name and street address of the incorporator is Denny M. Davis, 608 Northwest Blvd., Ste. #300, Coeur d'Alene, ID 83814.

ARTICLE XII
LIABILITY

The officer and directors of the Corporation shall not be individually liable for the corporation's debts or other liabilities of any kind whatsoever. The private property of any director or officer of the Corporation shall not be subject to the payment of corporate debts to any extent.

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was an officer or director of the Corporation shall be indemnified by the Corporation. Such right of indemnification shall not be deemed exclusive of any other rights to which such officer or director (or such heirs, executors and administrators) may be otherwise by law entitled.

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.

AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation by a two-thirds (2/3) vote of the Board of Directors, represented in person at any meeting duly called for that purpose, except where the laws of the State of Idaho otherwise provide.

DATED this 30th day of December, 2011.



Denny M. Davis, Incorporator