

Articles of Incorporation

The following statements, herein called **Articles of Incorporation**, are made for the purposes of incorporation and supersede any part of the Bylaws in which they may be in conflict.

ARTICLE 1

The name of this corporation shall be **Gateway Activities Incorporated**.

ARTICLE 2

The specific and primary purpose is to promote the welfare of at-risk-youth through recreational activities.

The general purposes are to operate exclusively and irrevocably for charitable, scientific and educational purposes.

This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Idaho, provided, however, that this corporation is not empowered to engage in any activity which in itself is not in furtherance of its purposes as set forth in the specific and primary purposes stated above.

ARTICLE 3

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private individual or any member of this corporation, 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 2.

ARTICLE 4

Upon liquidation or dissolution all properties and assets of the corporation remaining after paying or providing for all debts and

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SECRETARY OF STATE
STATE OF IDAHO

INDIAN SECRETARY OF STATE

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Gateway Activities Incorporated

obligations shall be distributed and paid over to such foundation or corporation organized and operated exclusively for the specific, primary or general purposes stated above and which has established its tax exempt status under Section 501 (c)(3) of the United States Internal Revenue Code as the Board of Directors shall determine. Any such assets not so disposed of, for whatever reason, shall be submitted to the custody of the Circuit Court of the County of Latah for disposal in a manner not inconsistent with law to such organization or organizations organized and operated exclusively for charitable purposes as said court shall determine.

ARTICLE 5

This corporation is organized pursuant to the general nonprofit corporation law of the State of Idaho as a NONSTOCK corporation. The nonprofit status of the corporation shall be examined annually by an auditing committee chosen by the members.

ARTICLE 6

The initial registered address of the principle office is 457 West Palouse River Drive, Moscow, Idaho 83843, in the County of Latah.

The initial registered agent for service of process at the above office is Sharon Kathleen Cooper.

The name and address of the incorporator is Kylan Roal Cooper, 457 West Palouse River Drive, Moscow, Idaho 83843.

ARTICLE 7

These articles of incorporation shall become effective on the date of their acceptance by the State of Idaho.

ARTICLE 8

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Gateway Activities Incorporated

Kylan Cooper 457 West Palouse River Drive, Moscow, ID 83843

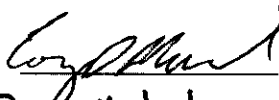
Sharon Cooper 457 West Palouse River Drive, Moscow, ID 83843

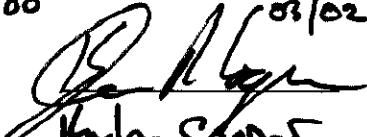
Cory Mahal 512 6th Avenue, Lewiston, ID 83501

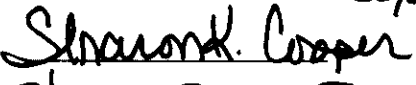
ARTICLE 9

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be as set forth in the Bylaws.

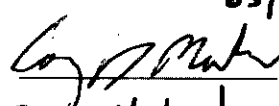
INWITNESS WHEREOF, each above-named first director of this corporation has executed these Articles of Incorporation.

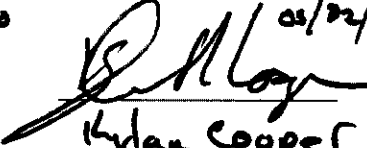
^{03/02/00}

Cory Mahal

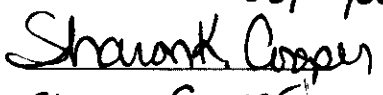
^{03/02/00}

Kylan Cooper

^{03/02/00}

Sharon Cooper

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

^{03/02/00}

Cory Mahal

^{03/02/00}

Kylan Cooper

^{03/02/00}

Sharon Cooper