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Articles of Incorporation of The Neighbor Idaho Foundation, Inc.

In compliance with the requirements of the "Idaho Nonprofit Corporation Act," Idaho Code, Chapter 30, Title 30, et seq., the undersigned, who is of lawful age, has this day voluntarily associated for the purpose of forming a corporation not for profit, and does hereby certify as follows:

ARTICLE I NAME

The name of the Corporation is "The Neighbor Idaho Foundation, 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 PURPOSES

A. *Nonprofit Purpose.* The Corporation is organized exclusively for charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including but not limited to the specific purpose listed below, and the transaction of any lawful activity consistent with the foregoing purposes.

B. *Specific Purpose.* To fulfill its nonprofit purpose, the Corporation (i) provides emotional support and basic necessities, such as toiletries, food and clothing, to persons experiencing homelessness, (ii) hosts monthly outreaches to the local homeless community; outreaches consist of a group of volunteers showing emotional availability and kindness toward people, and (iii) partners with like-minded local organizations and other nonprofit organizations on such issues. In the future, the Corporation anticipates funding an additional shelter in Idaho to provide housing and emotional support to people in need and guidance toward an independent

future. The Corporation is designed to equip and educate others about homelessness in order to break the social stigma attached.

**ARTICLE V
INITIAL REGISTERED OFFICE AND MAILING ADDRESS**

The address of the current registered office is 2438 North Maxie Way, Meridian, Idaho 83646.

**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial registered agent of the Corporation, whose address is the same as that of the initial registered office of the Corporation, is Daniel Thomas.

**ARTICLE VII
NO MEMBERS**

The Corporation shall not have 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, but at no time shall the Board of Directors have less than three members. The names and street addresses of the persons constituting the initial Board of Directors, who are to serve until their successors have been selected, are:

Lindsey Schoenthaler
2973 N. Price Way
Meridian, ID 83646

Daniel Thomas
2438 N. Maxie Way
Meridian, ID 83646

Oluwabusayo Tioluwani Apampa
1048 N. White Lily Ave.
Meridian, ID 83642

Kaycee Carollo
2365 S. Rushmore Ct.
Boise, ID 83709

Kyon Alvarez-Hottman
2438 N. Maxie Way
Meridian, ID 83646

The selection process for additional or successor Directors, as well as Director terms, removal and duties, shall be set forth in the Bylaws of the Corporation.

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator of the Corporation are as follows:

Darin DeAngeli
P.O. Box 9500
Boise, ID 83707

**ARTICLE X
DISTRIBUTION ON DISSOLUTION**

The Corporation may be dissolved upon the affirmative vote of two-thirds of the Board of Directors of the Corporation entitled to vote, such vote being taken at a meeting of the Board of Directors called for that purpose, or upon the written consent of all members of the Board of Directors of the Corporation. Upon dissolution or other termination of the Corporation, no part of the property of the Corporation, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the Directors or officers of the Corporation or any private person, but all such property and proceeds shall, subject to the discharge of valid obligations of the Corporation and to applicable provisions of law, be distributed as directed by the Board of Directors of the Corporation to or among any one or more corporations, trusts, community chests, funds or foundations described in Section 501(c)(3) of the Internal Revenue Code or any successor provisions. Any property of the Corporation not so disposed of shall be disposed of by a court of competent jurisdiction in the district in which the principal office of the Corporation is then located, to such organization or organizations as said court shall determine, which are organized and operated exclusively for charitable purposes under Section 501(c)(3) of the Internal Revenue Code.

**ARTICLE XI
AMENDMENTS**

Amendments to these Articles shall require the affirmative vote of a majority of the members of the Board of Directors of the Corporation then in office voting at a special meeting of the Board of Directors called for that purpose in accordance with Idaho Code Section 30-30-702.

**ARTICLE XII
LIMITATIONS AND RESTRICTIONS**

Pecuniary profit is not the object or purpose of this Corporation. The property of the Corporation is irrevocably dedicated to the charitable purposes and 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 IV 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. The Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code; therefore, 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 of 1986, or corresponding section of any future federal tax code.

ARTICLE XIII BYLAWS

Provisions of 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.

IN WITNESS WHEREOF, the undersigned incorporator of said Corporation has executed these Articles of Incorporation this 10th day of March, 2021.



Darin DeAngeli

"Incorporator"