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SECRETARY OF STATE
STATE OF IDAHO

1 **ROBERT L. ALDRIDGE, CHARTERED**

2 Attorney at Law

3 1209 North Eighth Street

4 Boise, Idaho 83702-4297

5 Telephone: (208) 336-9880

6 Fax: (208) 336-9882

7 Attorney for Corporation

8 Articles of Incorporation
9 of
10 Unshackled Prison Fellowship, Inc.

11 KNOW ALL MEN BY THESE PRESENTS, that the undersigned, being of legal age and citizens
12 of the United States, for the purpose of forming a body corporate in accordance with the provisions
13 of the Idaho Non-Profit Corporation Act, §§30-3-1, et seq., of the Revised Statutes of the State of
14 Idaho, do hereby make, execute, and acknowledge these Articles of Incorporation, in writing as
15 follows:

16 ARTICLE I

17 The corporate name of this association shall be Unshackled Prison Fellowship, Inc.

18 ARTICLE II

19 This association shall be a non-profit corporation. This organization is not organized for profit, and
20 no part of the net earnings shall inure to the benefit of any private shareholder.

21 ARTICLE III

22 The period of duration of this association shall be perpetual.

23 ARTICLE IV

24 The purposes for which said association is formed are:

25 (a) The following list of purposes shall be the sole and only purposes for which said association
26 is formed, and these Articles and the following list of purposes shall comprise the limits on the
27 activities of the association, which said association shall not have the power, authority, or ability
28 to operate outside said purposes. Notwithstanding any other provisions of these Articles, the
29 association shall not carry on any other activities not permitted to be carried on by an organization
30 exempt from Federal Income Tax under §501(c)(3) of the Internal Revenue Code of 1954, as
31 amended or supplemented by the Internal Revenue Code of 1986, the Taxpayer Relief Act of 1997,
32 and the Economic Growth and Tax Relief Reconciliation Act of 2001, as further amended from time
33 to time, and in particular the individual code sections hereinafter referenced, if any.

34 (b) The association is constituted so as to attract substantial support from a representative number
35 of persons and entities in the State and community in which it operates. No substantial part of the
36 activities of the association shall be the carrying on of propaganda, or otherwise attempting to

Articles of Incorporation, Unshackled Prison Fellowship, Inc.

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1 influence legislation, and the association shall not participate in, or intervene in, any political
2 campaign on behalf of any candidate for public office.

3 (c) The purposes for which the association is to be formed are for purposes within the meaning
4 of §501(c)(3) of the Internal Revenue Code. To said ends, the association may cooperate with
5 other associations not created for propaganda purposes to advance such purposes as are within
6 the foregoing Code sections, to the extent not in conflict with said Internal Revenue Code sections
7 and attendant law or regulations, including carrying on of nonpartisan legislative activities to further
8 the above goals. The association may do everything necessary, suitable, or proper for the
9 accomplishment, attainment, or furtherance of, or do every other act or thing incidental,
10 appurtenant, growing out of, or connected with, the purposes, objects, or powers set forth in these
11 Articles, whether alone, or in association with others, and shall possess all the rights, powers, and
12 privileges now or hereafter conferred by the laws of Idaho. PROVIDED, HOWEVER, that nothing
13 herein shall be construed as authorizing the association to possess any purpose, object, or power,
14 or to do any act or things:

15 1. forbidden by law to a not-for-profit corporation organized under the laws of the State of
16 Idaho; or,

17 2. which, either expressly or by interpretation or by operation of law, would prevent it from
18 qualifying and continuing to qualify as a Corporation described in §§501(c)(3) of the Internal
19 Revenue Code of 1954, as amended or supplemented by the Internal Revenue Code of
20 1986, the Taxpayer Relief Act of 1997, and the Economic Growth and Tax Relief
21 Reconciliation Act of 2001, as further amended from time to time, nor to engage directly or
22 indirectly in any activity which would cause the loss of such qualification.

23 d. The incorporator of the association, together with such other persons as said incorporator may
24 elect, shall comprise the initial Board of Trustees, which said board, by majority vote, shall
25 administer the above purposes.

26 e. The association may do any and all things necessary and incidental in carrying out the aforesaid
27 objects, or any of them, and exercise the usual powers of corporate bodies.

28 f. The association may sue and be sued, complain and defend in any law or equity.

29 g. The association may have and use a corporate seal, which may be altered at pleasure.

30 h. The association may elect such officers and appoint such agents as the business of the
31 association shall require and allow them suitable compensation.

32 i. The association may make by-laws not inconsistent with the Constitution or laws of the United
33 States and/or of this State, for the management of its property and the regulation and government
34 of its affairs.

35 j. The association may wind up and dissolve itself, or be wound up and dissolved in the manner
36 provided by the statutes of this State. Upon the winding-up and dissolution of this association, after
37 paying or adequately providing for the debts and obligations of the association, the remaining
38 assets shall be distributed to a non-profit fund, foundation or association which has established its
39 tax exempt status under §501(c)(3) of the Internal Revenue Code of 1954, as amended or

supplemented by the Internal Revenue Code of 1986, the Taxpayer Relief Act of 1997, and the Economic Growth and Tax Relief Reconciliation Act of 2001, as further amended from time to time.

k. This association is organized exclusively for purposes within the meaning of §501(c) of the Internal Revenue Code of 1954, as amended or supplemented by the Internal Revenue Code of 1986, the Taxpayer Relief Act of 1997, and the Economic Growth and Tax Relief Reconciliation Act of 2001, as further amended from time to time. Notwithstanding any other provision of these Articles, the association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under said section of the said Internal Revenue Code.

l. The association may accept donations from other persons and/or entities in support of the above purposes.

m. The primary purpose of the corporation shall be as follows:

The purpose of Unshackled Prison Fellowship (UPF) is to disseminate the gospel of the Lord Jesus Christ to offenders, and ex-offenders, in the Idaho Department of Correction's sphere of influence. This entails the teaching and preaching of the Bible, and faith-based addiction recovery programs in Idaho's prisons and county jails. It also entails the buying or renting of buildings for the purpose of operating "halfway houses" for offenders leaving the above mentioned facilities. These halfway houses will be used as temporary housing, and also as training facilities to teach the residents subjects which will help them make a smooth and permanent transition to society. These subjects will include subjects of the following nature: English grammar and composition; computer skills; résumé writing; and, other basic educational subjects. UPF will be operated by a small permanent paid staff, and by many volunteers specially trained for the purposes mentioned.

ARTICLE V

At the time of formation, the affairs of the association shall be under the control of the Board of Directors; and those who shall, as Directors, manage the affairs of the association for the first year, and until their successors are duly elected and qualified, are:

Robert Murphy
81 South Rolling Green Street
Nampa, ID 83687

Aaron Burtzoff
223 East Baldwin Street
Meridian, ID 83646-4832

Randy Blades
5605 Adonis Place
Boise, ID 83716-6951

Robert Black
1303 East Dewey Avenue
Nampa, ID 83686-5524

1 At the first annual meeting following the expiration of the one year period for which the Directors
2 herein designated will serve, and at each annual meeting thereafter, a new Board of Directors will
3 be elected in accordance with the provisions of the by-laws of the association and the laws of the
4 State of Idaho. The number of Directors may be modified by amendment of the by-laws of this
5 association.

6 ARTICLE VI

7 This association shall have no capital stock. Membership in the association shall be evidenced by
8 certificates, as further provided in the by-laws of the association.

9 ARTICLE VII

10 Membership in this association shall not be transferable except upon the approval of the Board of
11 Trustees. The above provision shall be recited in all certificates of membership issued.

12 ARTICLE VIII

13 These Articles may be amended as provided for by the Idaho Non-Profit Corporation Act, Idaho
14 Code §§30-3-1, et seq.

15 ARTICLE IX

16 The by-laws of the association for the management of its affairs shall be adopted by the Directors
17 of said association, and said Directors will be empowered to amend or repeal said by-laws in
18 accordance with the provisions thereof.

19 ARTICLE X

20 Voting shall be allowed on the basis of one vote per member, with cumulative voting allowed.

21 ARTICLE XI

22 In the event of the liquidation or dissolution of the association, the assets of the association, after
23 the payment of all debts and obligations shall be donated to another non-profit organization with
24 similar objectives, operating in Idaho, or if none, operating in as close a proximity to Idaho as
25 possible, as more particularly described and limited in Article IV(j) hereof.

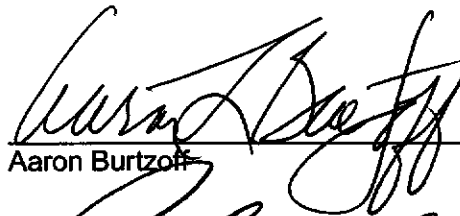
26 ARTICLE XII

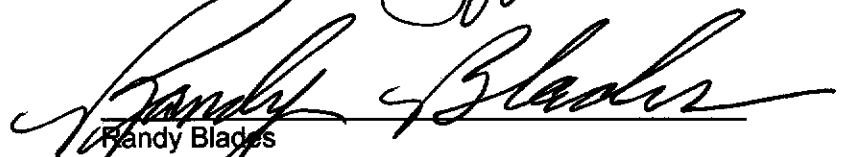
27 The initial registered agent for this corporation is Robert T. Murphy, 81 South Rolling Green Street,
28 Nampa, Idaho 83687.

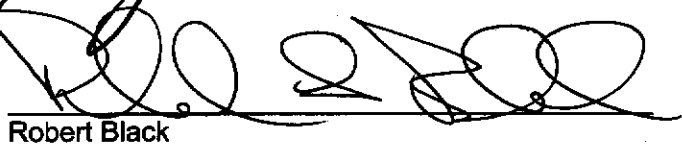
29 IN WITNESS WHEREOF, the incorporators do hereby make, sign, and acknowledge these Articles
30 of Incorporation this December 6, 2010.

81 S. Rolling Green St.
Nampa, ID 83687

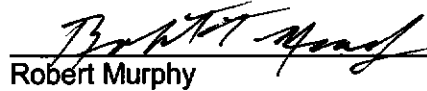
31 
32 Robert Murphy

1
2

Aaron Burtzoff

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4

Randy Blades

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6

Robert Black

7 THE UNDERSIGNED hereby certifies that the undersigned is an officer and director of Unshackled
8 Prison Fellowship, Inc., and that the above Articles of Incorporation were duly adopted by the
9 Corporation and the Board of Directors at a meeting thereof, by unanimous consent, on
10 December 6, 2010.

11
12

Robert Murphy