State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

IDAHO CHRISTIAN COALITION FOUNDATION, INC. File number C 112951

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of IDAHO CHRISTIAN COALITION FOUNDATION, INC. duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: December 12, 1995

THE OF SEAL OF

Secretary OF STATE

By ara Sake

DEC 12 4 43 PM '95

SECRETARY OF STATE STATE OF IDAHO

ARTICLES OF INCORPORATION of

IDAHO CHRISTIAN COALITION FOUNDATION, INC.

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"), adopt the following Articles of Incorporation for the Corporation.

ARTICLE I NAME

The name of the Corporation is **IDAHO CHRISTIAN COALITION FOUNDATION, INC.**

ARTICLE II DURATION

The Corporation shall have perpetual existence.

ARTICLE III NONPROFIT STATUS

The Corporation shall be a not-for-profit corporation. It shall not have or issue shares of stock and shall pay no dividends, and no part of any net earnings shall inure to the benefit of any member, director or officer.

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ARTICLE IV PURPOSE

The Corporation is organized for the following purposes:

- 1. To inform and educate voters and the general public.
- 2. To operate for charitable, benevolent, religious, educational, patriotic, civic, social or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under such Section 501(c)(3).
- 3. To exercise all powers granted by law necessary and proper to carry out the above state purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing 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 Idaho Nonprofit Corporation Act, or any amendment thereto or substitute therefor (the "Act"), may not at that time lawfully carry on or do.

ARTICLE V MEMBERS

Any person shall be admitted as a member of the corporation upon payment of the annual dues set by the Board of Directors for the calendar year in which such person applies for membership. Conditions of membership and procedures for the suspension or termination of a membership by the corporation may be established from time to time by the Board of Directors and recorded in the minutes of the proceedings of the Board of Directors.

ARTICLE VI INITIAL BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its board of directors. The Corporation shall have two directors initially. The number of directors may

be either increased or diminished from time to time by the Bylaws, but shall never be fewer than two (2) nor more than twenty (20) individuals, each of whom, at all times, shall be a member of the Corporation. The actual number of Directors shall be fixed by the Bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed by the existing Directors 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:

NAME

ADDRESS

L. D. Knapp

1020 Main St., Ste 305

Boise, ID 83702

Sherry Brown

4740 Savannah Lane Boise, ID 83703

ARTICLE VII REGISTERED AGENT, INCORPORATOR and REGISTERED OFFICE

1. The Registered Agent is:

Sherry Brown 404 So. 8th St., Ste.246 Boise, ID 83702

2. The address of the Registered Office is:

404 So. 8th St., Ste.246 Boise, ID 83702

3. The name and address of the Incorporator is:

L. D. Knapp

1020 Main St., Ste 305

Boise, ID 83702

ARTICLE VIII BYLAWS

The power to adopt, alter, amend, or repeal Bylaws not inconsistent with these Articles of Incorporation is vested in the Board of Directors of the Corporation. Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

ARTICLE IX LIMITATIONS

- 1. No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, 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.
- 2. Notwithstanding any other provision 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 of 1986, as amended from time to time.

ARTICLE X AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the members of the Corporation.

ARTICLE XI DISTRIBUTION UPON DISSOLUTION

Upon the dissolution or winding up 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 the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, 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 such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of <u>Securber</u>, 1995. STATE OF IDAHO COUNTY OF ADA BEFORE ME, a Notary Public in and for said county and state, personally appeared (1). KNapp, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that she/he executed those Articles of Incorporation for the purposes set forth therein. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 2 day of vecenteer, 1995.

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Notary Public of Idaho
My Commission Expires: 7/22/98