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**FILED** SECRETARY OF STATE  
STATE OF IDAHO  
**ARTICLES OF INCORPORATION**  
**OF**  
**COVE CORPORATION**

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, TIMOTHY PATRICK MCCARTHY and ALEXANDRA EGOROVNA YAKOVLEVA, being two (2) natural persons of full age, have this day associated themselves voluntarily for purposes of forming a private, domestic corporation under the laws of the State of Idaho and to that end do hereby adopt Articles of Incorporation as follows:

FIRST: Corporate Name: The name of this corporation shall be Cove Corporation.

SECOND: Corporate Existence: The period of existence and duration of this corporation shall be perpetual.

THIRD: Registered Office and Registered Agent: The location of the registered office of this corporation shall be at the 4 mile marker, Cove Road, Grangeville, ID 83530. The registered agent to accept process pursuant to law will be Timothy P. McCarthy, whose address is P.O. Box 636, Grangeville, ID 83530.

FOURTH: Corporate Purposes: The nature of the business and objects and purposes of this business to be transacted, promoted and carried on are the doing of any or all of the following things herein mentioned, as fully and to the same extent as natural persons might or could do in any part of the world, viz:

1. To engage in, multi-faceted educational pursuits, activities relating to self-improvement, health, ecologically friendly living, and the understanding of life, including but not limited to internet course study, publishing, self-improvement through multi-faceted education, retail sales relating to self-improvement and various educational pursuits.

2. To do any of the things necessary and incidental to the purposes and things set forth in the preceding paragraph, which may be deemed necessary and reasonable by the Board of Directors.

3. To have and exercise all of the powers now or hereafter conferred by the laws of the State of Idaho upon corporations organized pursuant to laws under which this corporation is

organized and to do any and all acts mandatory thereof and supplemental thereto.

4. To invest the assets of the corporation in property of every kind and character, real, personal or mixed, tangible or intangible, wherever situated and however held, including but not limited to money, choses in action, securities, stocks, bonds, warrants, mortgages, notes and other obligations and evidences of interest indebtedness of any person, firm, or corporation, foreign or domestic, or of any government or subdivision or agency thereof. That the corporation shall have the power to deal in real estate of all forms regardless of whether it be leasing, owning outright, investing in or the sale of any real property wherever situated.

To hire and employ agents, servants and employees and to enter into agreements of employment and collective bargaining and to act as agent, contract, trustee, factor or otherwise, either alone or in company with others.

5. To let concessions to others and to do any of the things that this corporation is empowered to do, and to do, make, perform, and carry out contracts and arrangements of every kind and character of any person, firm, association or corporation, or any government or authority or subdivision thereof.

6. To lease equipment from any other corporation to carry out the purposes of this corporation and to pay rents for such lease equipment to the owner thereof under any circumstances deemed reasonable by the Board of Directors.

Nothing in these paragraphs and this section shall be construed as giving this corporation the right, powers, or privileges not permitted to it by law, but the occurrence in any of the foregoing clauses of this article of any purpose, power or object not prohibited by the laws of the State of Idaho of the United States of America, or any other state, or district, in which this corporation may carry on business shall not invalidate any other purpose, power, or objects not otherwise prohibited by reason of contiguity or apparent association therewith.

FIFTH: Directors Powers: In furtherance, and not in

limitation of the powers conferred by statute, the Board of Directors is expressly authorized to:

1. To make and alter bylaws of this corporation; to fix the amount to be reserved as working capital over and above its capital stock paid in; and to authorize and cause to be executed, mortgages and liens upon the real property and personal property of this corporation.

2. Pursuant to the affirmative vote of seventy-five percent (75%) of the issued and outstanding stock, having voting power or when authority by the written consent of at least two-thirds (2/3) majority of the holders of the voting stock issued and outstanding, the Board of Directors shall have the power and authority at any meeting to sell, lease or exchange all of the property and assets of this corporation, including its goodwill and corporate franchise, upon such terms and conditions as its Board of Directors deems expedient and for the best interest of the corporation.

SIXTH: Corporate Stock: The capital stock of this corporation shall be One Hundred Thousand dollars (\$100,000.00) and shall be divided into ten thousand shares of stock at ten dollars (\$10) per share. No distinction shall exist between the shares of this corporation and all such shares shall have the same right in the corporation.

SEVENTH: Capitalization: All or any portion of the capital stock may be issued for cash or payment for real or personal property, services, or any other right, or thing of value, for the uses of the corporation, and when if so issued, shall become and be fully paid, the same as though paid for in cash at par; and the directors shall be the sole judges of the value of any property, thing or right acquired in exchange for the capital stock.

EIGHTH: Increased Capitalization: From time to time the capital stock may be increased according to law, and may be issued in such amounts and proportion as shall be determined by the Board of Directors and may be permitted by law.

NINTH: Incorporators: The name and post office address of each of the incorporators and a statement of a total number of

shares subscribed for by each is as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>	<u>Amount</u>
Timothy P. McCarthy	P.O. Box 636, Grangeville, ID 83530	375	\$3,750
Alexandra Egorovna Yakovleva	P.O. Box 636, Grangeville, ID 83530	375	\$3,750

TENTH: Initial Board of Directors: The name and addresses of the initial Board of Directors shall be Timothy Patrick McCarthy, P.O. Box 636, Grangeville, ID 83530 and Alexandra Egorovna Yakovleva, P.O. Box 636, Grangeville, ID 83530.

ELEVENTH: Amendment of Articles: This corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation in the manner now or hereafter prescribed by the statute, and all rights conferred upon the stockholders herein are granted, subject to this resolution.

TWELFTH: Limitation of Liability: The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

We, the undersigned, being such one of the original subscribers to the capital stock hereinafter named for the purpose of forming a corporation to do business both within and without the State of Idaho, in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying the facts stated are true and we respectfully agree to take the number of shares hereinabove set opposite our names and accordingly have hereunto set our hands and seals this 1st day of November, 1999.

  
TIMOTHY P. MCCARTHY

  
ALEXANDRA EGOROVNA YAKOVLEVA