

FILED EFFECTIVE

ARTICLES OF INCORPORATION

OF

2005 JAN 28 AM 9:41

EVELYNE CELLA ARMSTRONG FOUNDATION, INC. STATE OF IDAHO

The undersigned, acting as incorporators under the Idaho Nonprofit Corporation Act, hereinafter referred to as the Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the Corporation is the Evelyne Cella Armstrong Foundation,
Inc.

ARTICLE TWO

NONPROFIT CORPORATION

The Corporation is a nonprofit corporation.

ARTICLE THREE

DURATION

The duration of the Corporation shall be perpetual.

IDAHO SECRETARY OF STATE
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ARTICLE FOUR

PURPOSES AND POWERS

The purposes of the Corporation and its powers are the following:

1. To have specifically, and exclusively, an educational, charitable and scientific purpose for all its activities, and to have no purpose nor engage in any activity which would not be educational, charitable or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be from time to time amended.
2. To exercise all powers granted by law necessary and proper to carry out the above-stated 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 Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.
3. 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 this Article. No substantial part of the activities of the Corporation shall be 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. 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.
4. Subject to the foregoing, the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Nonprofit Corporation Act.

ARTICLE FIVE

MEMBERSHIP

The Corporation shall not have members.

ARTICLE SIX

LOCATION

The location and address of the initial registered office of the Corporation is 2075 Belmont Avenue, Idaho Falls, Idaho 83404, and the name of its initial registered agent at such address is Josette Maddison.

ARTICLE SEVEN

INCORPORATOR

The names and addresses of the incorporators are:

David W. Maddison
2075 Belmont Avenue
Idaho Falls, Idaho 83404

Josette S. Maddison
2075 Belmont Avenue
Idaho Falls, Idaho 83404

ARTICLE EIGHT

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors of the Corporation shall consist of no fewer than three (3) and no more than nine (9) members. A change in the number of directors shall be made only by amendment of these Articles. Other than the directors constituting the initial Board of Directors, who are designated in these Articles, the directors shall be elected by those members of the Board of

Directors whose terms have not expired. The number of directors constituting the initial Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as directors until the first annual election of directors or until their successors are elected and shall qualify are:

David W. Maddison
Josette S. Maddison
2075 Belmont Avenue
Idaho Falls, ID 83404

Dr. Rose-Marie Columbini
712 42nd Ave. NW
Gig Harbor, WA 98335

ARTICLE NINE

ELECTION OF BOARD OF DIRECTORS

The directors shall be elected at the annual meeting of the Corporation for terms of three (3) years and they shall hold office until their successors are duly elected and qualified.

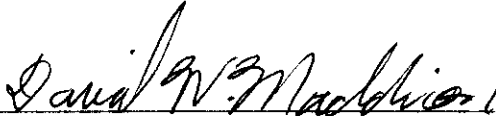
ARTICLE TEN

DISTRIBUTION ON DISSOLUTION

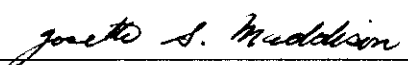
Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at the 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, we have hereunto set our hands and seals this 20th
day of January, 2005.



David W. Maddison, Incorporator



Josette S. Maddison, Incorporator