

**FILED EFFECTIVE**

2009 FEB -2 PM 2: 24

SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION**  
**OF**  
**HELPING HAND, INC.**

**ARTICLE I**

**NAME**

The name of the corporation is "Helping Hand, Inc" (the "Corporation").

**ARTICLE II**

**PURPOSES AND POWERS**

A. **Purposes.** The Corporation is organized as an Idaho corporation to engage in any lawful act for which a nonprofit corporation may be organized under applicable law and shall be operated exclusively for cultural, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code (hereinafter, the "Internal Revenue Code"). The specific purposes and objectives of the Corporation shall include, but not be limited to, assisting and giving relief to the poor, the distressed, the debt burdened, or the underprivileged, by assisting potential and existing homeowners to become successful long-term homeowners and by educating and assisting the disabled to find assistance, either from public sources or through employment.

B. **Powers.** In furtherance of the foregoing purposes and objectives and, subject to the restrictions set forth in Section C of this Article, the Corporation shall have and may exercise all of the powers now or hereafter conferred upon nonprofit corporations organized under the laws of the State of Idaho and may do everything necessary or convenient for the accomplishment of any of the corporate purposes, either alone or in connection with other

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organizations, entities or individuals, and either as principal or agent, subject to such limitations as are or may be prescribed by law.

**C. Restrictions On Powers.**

1. No director, corporate officer, or any private individual which is not then an exempt organization described in Section 501(c)(3) of the Internal Revenue Code, shall be entitled to share in any distribution of any of corporate assets on dissolution of the Corporation, or otherwise.

2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. However, if the Corporation is an organization to which Section 501(h) of the Internal Revenue Code applies and it has effectively elected to have such section apply, the Corporation shall have power to carry on the activities permitted by such section, but only to the extent such activities shall not result in the denial of exemption under such section. The Corporation shall not participate or intervene in (including the publishing or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office.

**ARTICLE III**

**INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT**

The Corporation's registered agent is Samantha Whipple. The address of the registered office of the Corporation is 2810 Bayhill Court, Nampa, Idaho 83686

**ARTICLE IV**

**DIRECTORS**

The management of the affairs of the Corporation shall be vested in an executive director and a governing Board of Directors, except as otherwise provided in the Code, these Articles of Incorporation, or the bylaws of the Corporation. The number of directors, their classifications, if any, their terms of office and the manner of their election or appointment shall be determined according to the Corporation's bylaws as amended from time to time. The Corporation shall indemnify its directors and officers to the fullest extent permitted by law. The Initial Directors of the Corporation will be:

Samantha Whipple	2810 Bayhill Court, Nampa, Idaho 83686
Kent Walker	388 West, 850 North, American Fork, Utah 84003
Alli Schisler	218 East Sherman, Nampa, Idaho 83686

**ARTICLE V**

The name and address of the incorporator is Samantha Whipple, 2810 Bayhill Court, Nampa, Idaho 83686.

**ARTICLE VI**

The mailing address of the Corporation is 2810 Bayhill Court, Nampa, Idaho 83686.

**ARTICLE VII**

The Corporation does not have voting members.

**ARTICLE VIII**

Upon the dissolution of the Corporation, all of its corporate assets remaining after payment of or provision for all of its liabilities shall be paid over or transferred to one or more exempt organizations described in Section 501(c)(3) of the Internal Revenue Code, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code. The organizations to receive such property shall be designated by the governing Board of Directors.

In witness whereof, the undersigned sole incorporator of the Corporation does hereby set his hand this 30 day of January 2009.

  
Samantha Whipple, Sole Incorporator