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Amended and Restated Articles of Incorporation

SECRETARY OF STATE
STATE OF IDAHOFOR
TREASURE VALLEY BIBLE CHURCH, INC.

The undersigned, constituting all of the Directors of Treasure Valley Bible Church, Inc., an Idaho non-profit religious corporation, hereby amend the Articles of Incorporation filed on November 10, 1977, in their entirety, as follows:

ARTICLE I

The name of the Corporation shall be TREASURE VALLEY BIBLE CHURCH, INC.

ARTICLE II

The period for which said Corporation is intended to exist is perpetual.

ARTICLE III

(a) The Corporation is organized exclusively for religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future Internal Revenue Law.

(b) The corporation shall also have all authority, powers and rights granted to non-profit religious, social and benevolent corporations by the Constitution and statutes of the State of Idaho, and any amendments thereto.

(c) To do and perform every act necessary to carry out the above-enumerated purposes, calculated directly or indirectly, to the advancement of the interests of the corporation and as may be allowed under the laws of the State of Idaho and the Internal Revenue Code, and any amendments thereto.

(d) The corporation may do any and all things above set forth in any part of the world, as principal, agent, or otherwise, to the same extent as a natural person. The specific provisions set out above are in addition to, and not in limitation of, the general powers conferred by the State of Idaho on all non-profit corporations.

ARTICLE IV

The principal office for the transaction of business of this Corporation is located in the State of Idaho, County of Ada, City of Boise. The same Corporation will use the mailing address of 12251 W. Ustick Road, Boise, Idaho 83713.

IDAHO SECRETARY OF STATE

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ARTICLE V

Section One: This Corporation shall be governed by a Board of Directors, who are also referred to as Elders. The number of Directors/Elders shall be no less than three (2). The names and addresses of the current Directors/Elders are:

Dan Dougherty	12251 W. Ustick Road Boise, Idaho 83713
Mark Tweedie	12251 W. Ustick Road Boise, Idaho 83713
Tim Rosen	12251 W. Ustick Road Boise, Idaho 83713
Larry Cook	12251 W. Ustick Road Boise, Idaho 83713

Section Two: Qualifications of Directors. The Directors must meet the qualifications of an Elder. The Elders of the congregation will have accepted Jesus Christ as their personal Lord and Savior, and been recognized by others to possess the spiritual qualities presented in 1 Timothy 3:2-7:

"² An overseer, then, must be above reproach, the husband of one wife, temperate, prudent, respectable, hospitable, able to teach, ³ not addicted to wine or pugnacious, but gentle, uncontentious, free from the love of money. ⁴ He must be one who manages his own household well, keeping his children under control with all dignity ⁵ (but if a man does not know how to manage his own household, how will he take care of the church of God?); ⁶ and not a new convert, lest he become conceited and fall into the condemnation incurred by the devil. ⁷ And he must have a good reputation with those outside the church, so that he may not fall into reproach and the snare of the devil."

and Titus 1:5-9:

"and appoint elders in every city as I directed you, ⁶ namely, if any man be above reproach, the husband of one wife, having children who believe, not accused of dissipation or rebellion. ⁷ For the overseer must be above reproach as God's steward, not self-willed, not quick-tempered, not addicted to wine, not pugnacious, not fond of sordid gain, ⁸ but hospitable, loving what is good, sensible, just, devout, self-controlled, ⁹ holding fast the faithful word which is in accordance with the teaching, that he may be able both to exhort in sound doctrine and to refute those who contradict."

Section Three: Appointment of Directors (Elders). New Directors (Elders) will be appointed by unanimous vote of the Board of Directors.

Section Four: Term of Directors (Elders). Directors (Elders) shall serve for the maximum term allowed under Idaho law, which term shall automatically be renewed upon its expiration, unless the Director (Elder) has resigned, died, or been removed from office by the vote of all of the other Directors (Elders).

Section Five: Succession Plan. To provide a contingency in the event that the entire Board of Directors resign, die, or otherwise cease to act as Directors, the Board of Directors (Elders) shall adopt a Succession Plan that identifies persons who would then become Directors (Elders) automatically by operation of law.

Section Six: Appointment of Officers. The Board of Directors (Elders) shall appoint two (2) persons who will serve as the officers of the Corporation. These shall include the President, Treasurer/Secretary.

ARTICLE VI

The members of the Corporation shall consist of the Directors (Elders). Each member of the Corporation shall have one (1) vote. Individuals of the congregation of Treasure Valley Bible Church are not voting members of the Corporation.

ARTICLE VII

In furtherance and not in limitation of the powers conferred by the laws of the State of Idaho, the Board of Directors of this Corporation may:

- (a) Repeal or amend By-Laws of the Corporation or adopt new By-Laws.
- (b) Amend, alter, change or repeal any provision contained in these Articles of Incorporation to the extent and in the manner now or hereafter permitted by law.
- (c) This Corporation is organized and operated exclusively for religious, educational and charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1954. The Corporation does not contemplate any profit or monetary gain to the Members thereof.
- (e) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign (including the publishing and distribution of statements) on behalf of any candidate for public office.
- (f) All provisions of these Articles of Incorporation shall be interpreted in accordance with the provisions of §501(c)(3) of the Internal Revenue Code of 1954, as amended, and in case of a conflict between that or other applicable sections, any provision of these Articles in conflict

with either shall be interpreted to be consistent with that provision of the Internal Revenue Code. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under §170(c)(2) of the Internal Revenue Code.

ARTICLE VIII

(a) Charitable Dedication. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

(b) Self-dealing. The corporation shall not engage in any act of self-dealing as defined in § 4941(d) of the Internal Revenue Code of 1954, as amended, or corresponding provisions of any subsequent federal tax law.

ARTICLE IX

The Corporation may be dissolved in the manner required by law for the dissolution of non-profit corporations in Idaho. Upon dissolution of the Corporation, other than incident to a merger or consolidation, no part of the property of the Corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the Individuals of the Congregation, Directors or Officers of the Corporation, and all such property and proceeds, subject to the discharge of the valid obligations of the Corporation, and to the applicable provisions of the Idaho Nonprofit Corporation Act (Title 30, Chapter 3, Idaho Code) shall be distributed by the Board of Directors to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for charitable and religious purposes and which would then qualify as an Idaho nonprofit corporation and/or §501(c)(3) of the Internal Revenue Code.

ARTICLE X

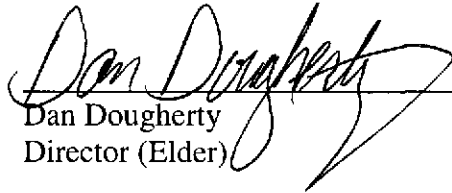
The Directors (Elders) shall hold an annual meeting of the individuals of the congregation of Treasure Valley Bible Church at the registered office of the Corporation at a date and time fixed by the Directors. At the meeting, the Directors (Elders) shall provide information respecting the financial transactions of the Corporation for the prior year.

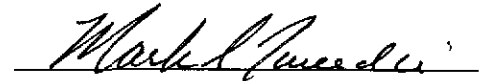
ARTICLE XI

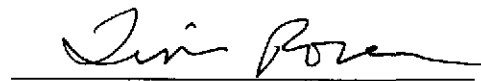
These Amended Articles of Incorporation were adopted pursuant to Article VI (b) of the Articles of Incorporation of Treasure Valley Bible Church, Inc., filed on November 10, 1977, which provides that the Board of Directors may "amend, alter, change or repeal any provision contained in these Articles of Incorporation to the extent and in the manner now or hereafter permitted by law."


- a. The number of members entitled to vote was four (4).
- b. The number of members that voted for the Amended Articles was four (4).
- c. The number of members that voted against the Amended Articles was zero (0).

SIGNATURES OF MEMBERS


Dan Dougherty
Director (Elder)


Mark Tweedie
Director (Elder)


Tim Rosen,
Director (Elder)


Larry Cook,
Director (Elder)