



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**PIVOT POINT, INC.**

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 PIVOT POINT,  
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 April 28, 19 88.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

*Sasha Mauchey*  
Corporation Clerk

ARTICLES OF INCORPORATION

OF

PIVOT POINT, INC.

The undersigned, acting as incorporator of a non-profit corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is PIVOT POINT, INC.

II.

This corporation is a non-profit corporation.

This corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) 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 by an organization exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code.

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation, which is organized and operated exclusively for charitable, educational or religious and/or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

III.

The period of existence of this corporation shall be perpetual.

IV.

The purpose for which the corporation is formed is to establish, organize, supervise and operate outpatient facilities for diagnosis and treatment of alcoholism and related business, and to engage in any other lawful act or activity for which a non-profit corporation may be organized under the Idaho Business Corporation Act.

V.

The location and post office address of the registered office of the corporation in the State of Idaho is 218 North 23rd Street, Coeur d'Alene, ID 83814. This non-profit corporation is a non-member corporation.

VI.

This non-profit corporation shall have all the powers granted to general business corporations under the laws of the State of Idaho.

VII.

The name and address of the registered agent and the initial registered office of the non-profit corporation is:

<u>N A M E</u>	<u>A D D R E S S</u>
OPAL DEREMIAH	218 North 23rd Street Coeur d'Alene, ID 83814

VIII.

The corporation reserves the right to amend, add to, or repeal any provision contained in these Articles of Incorporation in the manner consistent with the law and in conformity with the provisions set forth in the By-Laws.

XI.

The number of directors constituting the initial Board of Directors of the non-profit corporation shall be not less than one nor more than nine. The initial Board of Directors is composed of the following persons whose addresses are specified opposite their names:

<u>N A M E</u>	<u>A D D R E S S</u>
OPAL DEREMIAH	218 North 23rd Street Coeur d'Alene, ID 83814
S. EVE DICKENSON	Dufort Road Sagle, Idaho 83860
PHYLLIS HESTON	S. 2900 Carpenter Loop Rd. Post Falls, Idaho 83854

WILLIAM JECKLE

Box 211  
Worley, Idaho 83876

LORNA HOSTETTER

1050 North 21st St., #1  
Coeur d'Alene, ID 83814

SANDRA CHURCH

301 D Street  
Lewiston, ID 84501

In addition to the powers and authority granted to the directors in the Articles of Incorporation and in addition to the powers and authority expressly conferred upon them by statute, the Board of Directors of the corporation shall have additional powers and authority not inconsistent with the laws as may be set forth in the By-Laws.

27th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of April, 1988.

Opal Deremiah  
OPAL DEREMIAH, Incorporator

State of Idaho            )  
                                  ss.  
County of Kootenai    )

On this 27th day of April, 1988, before me, D. Williams, a Notary Public for the State of Idaho, personally appeared OPAL DEREMIAH, known or identified to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year in this certificate first above written.

D. Williams  
Notary Public for Idaho  
Residing at Carewood  
Commission Expires 10-5-88