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SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
TANZANIA\*ORPHANS UPENDO COMMUNITY, INC.

- FIRST: The name of this Corporation is Tanzania Orphans Upendo Community, Inc.
- SECOND: This Corporation is a public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Corporation Law of the State of Idaho, exclusively for charitable, religious and educational public benefit purposes.
- THIRD: The specific purpose of this corporation is to be a charitable and educational entity that provides a habitat, education and support for orphaned children in Tanzania.
- FOURTH: The initial incorporator is John Keenan and his address is 3995 Sheringham Drive, Boise, Idaho, 83704.
- FIFTH: The initial board of directors is as follows: Clyde Brinegar, 1925 North Locust Grove Road, Meridian, Idaho; and, John Keenan, 3995 Sheringham Drive, Boise, Idaho. and, Timothy J. Keenan, 3995 Sheringham Dr, Boise 83704.
- SIXTH: Registered Agent: The registered Agent for the Corporation is: Clyde Brinegar, 1925 North Locust Grove Road, Meridian, Idaho, 83642.
- SEVENTH: The corporation will not have members within the meaning of the Nonprofit Corporation Law of the State of Idaho.
- EIGHTH: This corporation is organized and operated exclusively for charitable, religious and educational purposes under and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.  
No substantial part of the activities of this corporation shall consist of carrying on legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.  
Notwithstanding any other provisions of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income taxes under Internal Revenue Code (Section 501(c)(3) or (b) by a corporation contributions to which are deductible under

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Internal Revenue Code Section 170(c)(2), or corresponding provisions of any future U.S. Internal Revenue law.

NINTH:

The property of this corporation is irrevocably dedicated to charitable, religious and educational 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 person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes in harmony with those of this organization, and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Dated this 31<sup>st</sup> day of August, A.D. 2012.

By the Initial Incorporator:

  
A handwritten signature in black ink, appearing to read 'J. Keenan', is written over a horizontal line. The signature is stylized with a large loop and a trailing flourish.

JOHN KEENAN