

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

EMMANUEL CHRISTIAN FELLOWSHIP, INC.

File number C 106473

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 EMMANUEL CHRISTIAN FELLOWSHIP, 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: May 27, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sheryl Redman*

1 **ROBERT L. ALDRIDGE, CHARTERED**  
2 Attorney at Law  
3 1209 North Eighth Street  
4 Boise, Idaho 83702-4297  
5 Phone: (208) 336-9880  
6 Attorney for Corporation

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SECRETARY OF STATE

7 **Articles of Incorporation**

8 **Of**

9 **EMMANUEL CHRISTIAN FELLOWSHIP, INC.**

10 **KNOW ALL MEN BY THESE PRESENTS, that We, Rodney S. Plumley and Ronny**  
11 **Schaffan, being of legal age and citizens of the United States, for the purpose of forming a body**  
12 **corporate in accordance with the provisions of the Idaho Non-Profit Corporation Act, §§33-301,**  
13 **et seq., of the Revised Statutes of the State of Idaho, do hereby make, execute, and acknowledge**  
14 **these Articles of Incorporation, in writing as follows:**

15 **ARTICLE I**

16 **The corporate name of this association shall be Emmanuel Christian Fellowship, Inc.**

17 **ARTICLE II**

18 **This association shall be a non-profit corporation. This organization is not organized for**  
19 **profit, and no part of the net earnings shall inure to the benefit of any private shareholder.**

20 **ARTICLE III**

21 **The period of duration of this association shall be perpetual.**

22 **ARTICLE IV**

23 **The purposes for which said association is formed are:**

24 **(a) The following list of purposes shall be the sole and only purposes for which said**  
25 **association is formed, and these Articles and the following list of purposes shall comprise the**  
26 **limits on the activities of the association, which said association shall not have the power,**  
27 **authority, or ability to operate outside said purposes. Notwithstanding any other provisions**  
28 **of these Articles, the association shall not carry on any other activities not permitted to be**  
29 **carried on by an organization exempt from Federal Income Tax under 501(c)(3) and seq. of**

**ARTICLES OF INCORPORATION**

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1 the Internal Revenue Code of 1986, as amended, and in particular the individual code sections  
2 hereinafter referenced, if any.

3 (b) The association is constituted so as to attract substantial support from a representative  
4 number of persons and entities in the State and community in which it operates. No substantial  
5 part of the activities of the association shall be the carrying on of propaganda, or otherwise  
6 attempting to influence legislation, and the association shall not participate in, or intervene in,  
7 any political campaign on behalf of any candidate for public office.

8 (c) The purposes for which the association is to be formed are for purposes within the meaning  
9 of §501(c)(3) et seq. of the Internal Revenue Code. To said ends, the association may cooperate  
10 with other associations not created for propaganda purposes to advance such purposes as are  
11 within the foregoing Code sections, to the extent not in conflict with said Internal Revenue Code  
12 sections and attendant law or regulations, including carrying on of nonpartisan legislative  
13 activities to further the above goals. The association may do everything necessary, suitable, or  
14 proper for the accomplishment, attainment, or furtherance of, or do every other act or thing  
15 incidental, appurtenant, growing out of, or connected with, the purposes, objects, or powers set  
16 forth in these Articles, whether alone, or in association with others, and shall possess all the  
17 rights, powers, and privileges now or hereafter conferred by the laws of Idaho. PROVIDED,  
18 HOWEVER, that nothing herein shall be construed as authorizing the association to possess any  
19 purpose, object, or power, or to do any act or things:

20 1. forbidden by law to a not-for-profit corporation organized under the laws of  
21 the State of Idaho; or,

22 2. which, either expressly or by interpretation or by operation of law, would  
23 prevent it from qualifying and continuing to qualify as a Corporation described  
24 in §§501(c)(3) et seq. of the Internal Revenue Code of 1986, as amended, nor to  
25 engage directly or indirectly in any activity which would cause the loss of such  
26 qualification.

27 d. The incorporator of the association, together with such other persons as said incorporator  
28 may elect, shall comprise the initial Board of Trustees, which said board, by majority vote, shall  
29 administer the above purposes.

30 e. The association may do any and all things necessary and incidental in carrying out the  
31 aforesaid objects, or any of them, and exercise the usual powers of corporate bodies.

32 f. The association may sue and be sued, complain and defend in any law or equity.

33 g. The association may have and use a corporate seal, which may be altered at pleasure.

1 h. The association may elect such officers and appoint such agents as the business of the  
2 association shall require and allow them suitable compensation.

3 i. The association may make by-laws not inconsistent with the Constitution or laws of the  
4 United States and/or of this State, for the management of its property and the regulation and  
5 government of its affairs.

6 j. The association may wind up and dissolve itself, or be wound up and dissolved in the manner  
7 provided by the statutes of this State. Upon the winding-up and dissolution of this association,  
8 after paying or adequately providing for the debts and obligations of the association, the  
9 remaining assets shall be distributed to a non-profit fund, foundation or association which has  
10 established its tax exempt status under §501(c)(3) et. seq. of the Internal Revenue Code.

11 k. This association is organized exclusively for purposes within the meaning of §501(c) et. seq.  
12 of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the  
13 association shall not carry on any other activities not permitted to be carried on by an  
14 organization exempt from Federal income tax under said section of the Internal Revenue Code.

15 l. The association may accept donations from other persons and/or entities in support of the  
16 above purposes.

17 m. The primary purpose of the corporation shall be to provide religious services to the general  
18 public and to spread the Gospel of Jesus Christ to the general public.

19 **ARTICLE V**

20 At the time of formation, the affairs of the association shall be under the control of a Board  
21 of Directors; and those who shall, as Directors, manage the affairs of the association for the  
22 first year, and until their successors are duly elected and qualified, are:

23 Rodney S. Plumley	Ronny Schaffan
24 1504 Newport Street	4416 Amity
25 Boise, Idaho 83709	Nampa, Idaho 83687

26 At the first annual meeting following the expiration of the one year period for which the  
27 Directors herein designated will serve, and at each annual meeting thereafter, a new Board of  
28 Directors will be elected in accordance with the provisions of the by-laws of the association and  
29 the laws of the State of Idaho. The number of Directors may be modified by amendment of the  
30 by-laws of this association.

1 ARTICLE VI

2 This association shall have no capital stock. Membership in the association shall be  
3 evidenced by certificates, as further provided in the by-laws of the association.

4 ARTICLE VII

5 Membership in this association shall not be transferable except upon the approval of the  
6 Board of Directors. The above provision shall be recited in all certificates of membership  
7 issued.

8 ARTICLE VIII

9 These Articles may be amended as provided for by the Idaho Non-Profit Corporation Act,  
10 Idaho Code §§30-301, et seq.

11 ARTICLE IX

12 The by-laws of the association for the management of its affairs shall be adopted by the  
13 Directors of said association, and said Directors will be empowered to amend or repeal said  
14 by-laws in accordance with the provisions thereof.

15 ARTICLE X

16 Voting shall be allowed on the basis of one vote per member, with cumulative voting  
17 allowed.

18 ARTICLE XI

19 In the event of the liquidation or dissolution of the association, the assets of the association,  
20 after the payment of all debts and obligations shall be donated to another non-profit  
21 organization with similar objectives, operating in Idaho, or if none, operating in as close a  
22 proximity to Idaho as possible, as more particularly described and limited in Article IV(j)  
23 hereof.

24 ARTICLE XII

25 The initial registered agent for this corporation is Rodney S. Plumley, 1504 Newport, Boise,  
26 Idaho 83709.

27 IN WITNESS WHEREOF, the incorporators do hereby make, sign, and acknowledge these  
28 Articles of Incorporation this May 23, 1994.

1 Rodney S. Plumley  
2 Rodney S. Plumley

3 Ronney Schaffan  
4 Ronney Schaffan

5 THE UNDERSIGNED hereby certifies that he is an officer and director of Emmanuel Christian  
6 Fellowship, Inc. and that the above Articles of Incorporation were duly adopted by the  
7 Corporation and the Board of Directors at a meeting thereof, by unanimous consent.

8 Rodney S. Plumley  
9 Rodney S. Plumley