



Department of State

**CERTIFICATE OF INCORPORATION
OF**

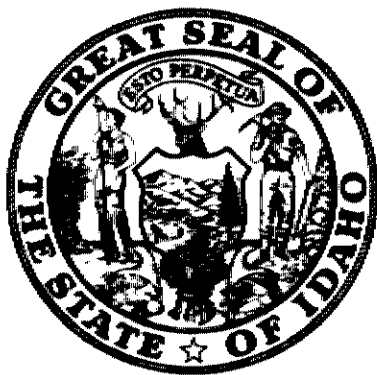
NORTHWEST PEACE ALTERNATIVES, INC.

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 NORTHWEST PEACE
ALTERNATIVES, 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 December 7, 1987.



Pete T. Cenarrusa
SECRETARY OF STATE

Sandra M. Anthony
Corporation Clerk

ARTICLES OF INCORPORATION
FOR NORTHWEST PEACE ALTERNATIVES, INC. RECEIVED
SEC. OF STATE

I, the undersigned individual acting as the incorporator of a corporation under the Idaho Non-profit Corporation Act, adopt the following Articles of Incorporation.

Article I

Name of Corporation

The name of the Corporation shall be Northwest Peace Alternatives, Inc.

Article II

Status

This corporation is formed as a non-profit corporation pursuant to the laws of the State of Idaho.

Article III

Duration

The period of duration of this corporation shall be perpetual.

Article IV

Purpose

The purpose for which this corporation is organized shall be:

A. to identify and study social and economic issues relating to peace alternatives in the hemisphere through the sponsorship and promotion of forums, speakers, and exhibits.

B. to acquire books and other educational materials for local public libraries, to encourage the production and distribu-

tion of newsletters, pamphlets and other literature and to use the broadcast media selectively, all to promote the philosophy embodied in the preamble of the Bylaws;

C. to explore and facilitate a solution to hemisphere conflicts;

D. to promote friendships and exchanges between peoples and countries of North and South America; and,

E. to promote freedom and democracy throughout the hemisphere through education on basic American values and laws as they relate to issues affecting North and South America.

Article V

Limitations on Organization and Operations

Anything herein contained which might be construed to the contrary notwithstanding, this corporation shall have no authority to engage in any activity or operation not permitted for purposes of exemption from federal income taxation under provisions of §501 of the United States Internal Revenue Code; and, in particular:

(1) No part of the income of this corporation shall be distributable to its members, directors, or officers where such distribution would disqualify the corporation from exemption from taxation; and,

(2) no member, director, or officer of this corporation shall have any right, title, or interest in or to any property of any kind owned by this corporation or used by it in connection with the performance of its functions nor in any or to any income

or other funds received by this corporation; and,

(3) no part of the net earnings of this corporation shall inure in whole or in part to the benefit of any private individual; and,

(4) no substantial part of the activities of this corporation shall be for the purpose of influencing legislation by propaganda or otherwise; and,

(5) this corporation shall not participate in or intervene in any manner, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for public office.

Article VI

Distribution of Assets upon Dissolution

In the event of dissolution of this corporation, and after its just debts and obligations have been paid or provision has been made therefor, the remaining assets of this corporation if any shall be distributed only to one or more funds, foundations, or corporations which are organized and operated under §501(c)(3) of the Internal Revenue Code.

Article VII

Powers

In furtherance of the foregoing purpose, and subject to the foregoing limitations on its organization and operations, this corporation shall have and may exercise all the rights, powers, and privileges now or hereafter conferred upon nonprofit corporations organized under the laws of the State of Idaho.

Article VIII

This corporation shall have one class of members. Any person is eligible to become a member upon fulfillment of conditions contained in the bylaws and signing of the membership book, under such terms as are provided in the bylaws.

Article IX

Board of Directors

The Board of Directors shall include not less than three (3) nor more than seven (7) members of this corporation in good standing. The board of directors shall manage the affairs of the corporation as provided by the bylaws, and the initial board shall consist of the following:

Dan Zirker, President, whose address is 618 West A. Street, Moscow, Idaho

Carol Budi Smith, Secretary, whose address is P.O. Box 801, Pullman, Washington 99163

Article X

Initial Office and Agent

The initial registered office of the corporation shall be 307 South Main Street, Moscow, Idaho 83843. The initial registered agent shall be Carol Smith.

Article XI

Bylaws

The bylaws of Northwest Peace Alternatives, Inc., shall be adopted by the membership of record at the first meeting of the

board of directors and shall be subject to revision, annually, or as necessity mandates, at special meetings called explicitly for that purpose, by the membership of record.

Article XII

The articles of incorporation may be amended in compliance with Idaho Code 30-326.

Article XIII

Incorporator

The name and address of the incorporator is Carol Budi Smith, P.O. Box 801, Pullman Washington.

DATED this 4th day of December, 1987.


CAROL BUDI SMITH