

FILED/EFFECTIVE

ARTICLE OF INCORPORATION

2002 MAR 21 PM 2:23

ARTICLE 1. Name of the corporation; Trades Land Corporation

SECRETARY OF STATE
STATE OF IDAHO

APR 26 2002 PM 2:05

The nature of the Trades Land Corporation and objectives and purposes proposed to be transacted, promoted and carried on, are to do any and all things herein mentioned as fully and to the extent as natural persons might or could do, or in any part of the word vis:

This is a non-stock non-profit corporation. The corporation shall not have any capital stock and the conditions of membership shall be stated in the bylaws. The purpose of this charitable corporation is to engage in any lawful activity for which non-profit corporations may be organized under the general non-profit corporation law of the STATE OF IDAHO. Which no part of the net earnings of the corporation shall insure the benefit of or be distributable to its members, directors, or any other private persons except that the corporation may be authorized and empowered to pay reasonable compensation for services rendered and to make payments. Distributions in further purposes set forth in article 4 hereof. No substantial part of the activities of the corporation shall consist of carrying of propaganda, or otherwise attempting to intervene in (including the publishing of distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles. The corporation shall not carry on any other activities not to be carried on (A) by a corporation exempt code of 1954 (or the corresponding provisions of any further United States Internal Revenue Law) or (B) by a corporation, contributions to which are deductible under section 170 (c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law.) Said corporation is organized exclusively for charitable, religious, educational and scientific purposes including for such purposes, the making of distributions to organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any further Federal Tax Code.

ARTICLE 3. Period of duration; Perperual.

ARTICLE 4. Purpose; To provide in a chartible manner assistance. To a cause of providing housing to the elderly. And the moderate to low income familes, and also to trade and purchase and hold property. And for erection, or maintance of public buildings, monuments(historical sites). Lessening the burdens of the Governments; These are the ground ideas for this corporation.

ARTICLE 5. The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the By-Laws, but in no case shall the number be less than one. The directors need not be members of the corporation unless so required by the by-laws. The board of directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the By-Laws may provide, abd shall hold office until their successors are respectively elected and qualified. The By-Laws shall specify the number of directors necessary to constiute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole board, designate one or more committees which to the extent provided in said resolution or resolutions or in the By-Laws of the corporation, shall have and exercise all the powers of the Board of Directors. In the management of the activities and the affairs of the corporation. They may further have the power of authorize the seal of the corporation to be affixed to all papers which may require it: and such committee or committees shall have such name or names as may be stated in the By-Laws of the corporation or as may be determined from time to time by the Board of Directors.

1 p. 39.00 = 39.00 INC FORM # 2
 CK: CASH CT: 15853 BH: 45360
 3/21/02 12:00 PM

1143165

The Directors of the corporation may, if the By-Laws so provide, be classified as to terms of office. The corporation may elect such officers as the By-Laws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the By-Laws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the By-Laws of the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members. This is in view of the Idaho Code 30-308.

EDWARD JONES
4702 GAGE
BOISE IDAHO 83706

GAIL MANGUM
427 HILLVIEW
BOISE IDAHO 83712

TIFFANY KELLY
103 WALLACE
BOISE IDAHO 83705

The Corporation does have voting members.

ARTICLE 6. This in view of the Idaho Code 30-314. Meetings of members may be held without the State of Idaho, if the By-Laws so provide. The books of the corporation may be kept (subject to any provisions contained in the Statute.) outside the State of Idaho at such place or places as may be from time to time designated by the Board of Directors.

ARTICLE 7. The corporation reserves the right to amend, alter, or change or repeal any provision contained in the Certificate of Incorporation in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

ARTICLE 8. The street address of the Initial Registered Office and the Registered Agent at the Address.

ROBERT KELLY
103 WALLACE
BOISE IDAHO 83705

ARTICLE 9. The name of the principal organizer and Incorporator are as follows:

ROBERT KELLY
103 WALLACE
BOISE IDAHO 83705

ARTICLE 10. Upon the dissolution of the corporation, Board of Directors shall after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively

for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such designated purposes.

I, THE UNDERSIGNED, being each of the incorporators herein before named, for the purpose of forming a non-profit corporation pursuant to Chapter 1 of Title 8 of the Idaho Code, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 18 day of March, A.D. 20 02.

A handwritten signature in cursive script, reading "Robert Kelly", written over a horizontal line.