

CERTIFICATE OF INCORPORATION
OF

NEZ PERCE TRIBAL FOUNDATION, INC.

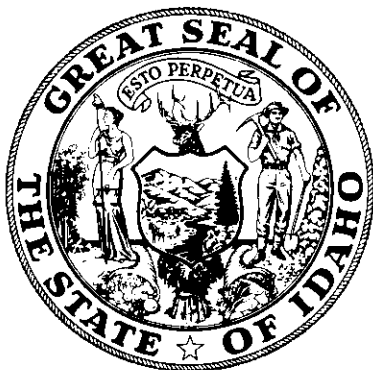
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

NEZ PERCE TRIBAL FOUNDATION, 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 March 8, 19 83.



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION '88 MAR 8 PM 2:37
OF
NEZ PERCE TRIBAL FOUNDATION, INC. SECRETARY OF
STATE

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being natural persons of full age and citizens of the United States and citizens of the State of Idaho, in order to form a non-profit corporation for the purposes hereinafter stated, pursuant to the Idaho Non-Profit Corporation Act, I.C. Title 30, Chapter 3, do hereby certify as follows:

ARTICLE I

That the corporate name of this corporation shall be the Nez Perce Tribal Foundation, *Inc. 11/15*.

ARTICLE II

The Corporation is formed exclusively for charitable purposes which shall include relief of the poor and distressed or of the underprivileged; advancement of religion; advancement of education; lessening the burdens of Government, the promotion of Social Welfare, combatting community deterioration and juvenile delinquency.

The corporation is empowered to carry on only an insubstantial amount of activities which are not in furtherance of one or more of the above stated charitable purposes, which may be necessary for the operation of the corporation.

ARTICLE III

This Corporation is a Non-Profit Corporation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or 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 permitted to be carried on (a) by a corporation except from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or

the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court 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 the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

The corporation shall have a perpetual existence.

ARTICLE V

The location and post office address of the registered office of the corporation in this State and the principal place of business shall be P.O. Box 305, Lapwai, Idaho 83540. The initial registered agent at such address shall be J. Herman Reuben.

ARTICLE VI

The number of directors of the first Board of Directors of this corporation shall be nine (9). The number of Directors subsequently serving on the Board shall be fixed by the by laws.

ARTICLE VII

Each member of the first Board of Directors shall also be a member of the Corporation.

ARTICLE VIII

The names and post office addresses of the incorporators are as follows:

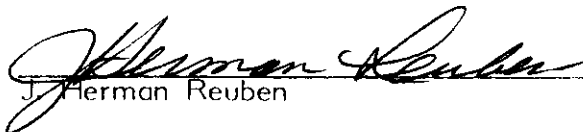
J. Herman Reuben	P.O. Box 62	Lapwai, Idaho 83540
Frances Paisano	Route # 1	Lapwai, Idaho 83540

ARTICLE IX

The names and post office addresses of the members of the first Board of Directors are as follows:

Paul Emerson	205 14th Avenue	Lewiston, Idaho 83501
Alan Marshall	Division of Social Services Lewis & Clark State College	Lewiston, Idaho 83501
Wilfrid W. Longeteig	P.O. Box 155	Craigmont, Idaho 83523
J. Herman Reuben	P.O. Box 62	Lapwai, Idaho 83540
Ann Matoon	Department of Health & Welfare P.O. Drawer B	Lewiston, Idaho 83501
Greg Charlton	P.O. Box 1208	Lewiston, Idaho 83501
Brian Samuels	P.O. Box 321	Lapwai, Idaho 83540
Frances Paisano	Route # 1	Lapwai, Idaho 83540
Paula Moory	P.O. Box 1133	Kamiah, Idaho 83537

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 22nd
day of February 1983.



J. Herman Reuben


Frances Paisano

STATE OF IDAHO)
 : ss.
County of Nez Perce)

On this 22nd day of February, 1983, before me, the undersigned, a Notary Public in and for said state, personally appeared J. HERMAN REUBEN, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

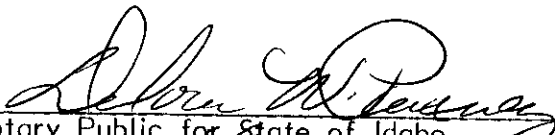
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


Notary Public for State of Idaho
Residing at Lapwai, therein.

STATE OF IDAHO)
 : ss.
County of Nez Perce)

On this 22nd day of February, 1983, before me, the undersigned, a Notary Public in and for said state, personally appeared FRANCES PAISANO, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

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


Notary Public for State of Idaho
Residing at Idaho Falls, therein.