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State of Idaho

Department of State

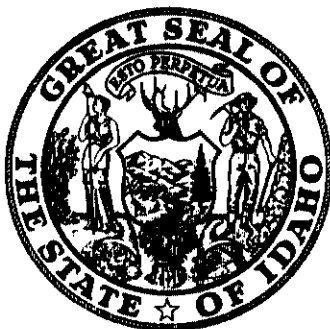
CERTIFICATE OF INCORPORATION OF

SHELTER & HABITAT FOR HOMELESS VETERANS, 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 SHELTER & HABITAT FOR HOMELESS VETERANS, 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: February 23, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Larry Clark*

ARTICLES OF INCORPORATION
OF

SHELTER & HABITAT FOR HOMELESS VETERANS, INC.

FEB 12 4 01 PM '93
SECRETARY OF STATE

These Articles of Incorporation are signed the
Incorporators for the purpose of forming a non-profit corporation
as follows:

FEB 23 10 01 AM '93
SECRETARY OF STATE

ARTICLE I

NAME

The name of the Corporation is:

SHELTER & HABITAT FOR HOMELESS VETERANS, INC.

ARTICLE II

NON-PROFIT PURPOSE

The Corporation is formed for non-profit purposes and not for
pecuniary profit or financial gain. No part of the assets, income
or profit of the Corporation shall be distributable to, or inure to
the benefit of, its members or officers. The Corporation shall not
operate any listing service for its members or take steps which
will serve to facilitate the transaction of specific business by
its members or promote the private interest of any member, or
engage in any activities which would constitute a regular business
of a kind ordinarily carried on for profit.

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ARTICLE III

TERM

The term of existence of this Corporation shall be perpetual.

ARTICLE IV

PURPOSE

To provide shelter and support services to American veterans and their families in financial need.

ARTICLE V

MANAGEMENT

The management of the affairs of this Corporation shall be vested in its members, and exercised through its duly elected Board of Directors, which shall be governed by these Articles and duly adopted Bylaws of the Corporation.

ARTICLE VI

SCOPE OF ACTIVITY

The Corporation shall include the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or

attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c) of the Internal Revenue Code of 1954 and the Regulations thereunder as the same now exist or as they may be hereafter amended from time to time.

ARTICLE VII

DISTRIBUTION OR DISSOLUTION OR LIQUIDATION

In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed.

ARTICLE VIII

INCOME AND DISTRIBUTION

No part of the income of the Corporation shall inure to the benefit or any member, trustee or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for serviced rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

ARTICLE IX

REGISTERED OFFICE

The location and address of the registered office of the Corporation shall be and is in care of Daniel J. Hart, 2215 Wyoming Ave. Caldwell, Idaho 83605.

ARTICLE X

REGISTERED AGENT

The Corporation designates Daniel J. Hart, whose address is 2215 Wyoming Ave., Caldwell, Idaho 83605, its registered agent in this State upon whom process against the Corporation may be served.

ARTICLE XI

DIRECTORS

The names and business addresses of the directors are as follows:

Don Esteppe
Vice President

John Stanley
Vice President/Treasurer

Terri Elliott
Secretary

Jim Berry
Vice President

Daniel J. Hart
President

ARTICLE XII

EFFECTIVE DATE

The effective date of incorporation shall be February 12, 1993.

DATED This 12th day of February, 1993.

INCORPORATORS:

Don Esteppe
DON ESTEPPE
2601 Hillcrest Lane
Caldwell, ID 83605

Terri Elliott
TERRI ELLIOTT
1411 Oak Street
Caldwell, ID 83605

John Stanley
JOHN STANLEY
#10 Murphy Street
Middletown, ID 83605

Jim Berry
JIM BERRY
2819 So. Georgia #31
Caldwell, ID 83605

Daniel J. Hart
DANIEL J. HART
2215 Wyoming Ave.
Caldwell, ID 83605

STATE OF IDAHO)

: ss

County of Ada)

On this 12th day of February, 1993, before me, the undersigned, a Notary Public in and for said State, personally appeared DON ESTEPPE, JOHN STANLEY, TERRI ELLIOTT, and JIM BERRY, known to me to be the persons whose names subscribed to the within and foregoing instrument, and acknowledged to me that they 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.

John L. Sullivan
Notary Public for Idaho
Residing at Boise, Idaho
My Commission expires: 1996