

Articles of Incorporation

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of

Grace Way Community Church, Inc.

We, the undersigned members of Grace Way Community Church, Inc., each being at least eighteen (18) years of age, do hereby form a Non-Stock, Religious Corporation under and by virtue of the Laws of the State of Idaho.

Article I - Corporate Name

The name of the Corporation (which is hereafter referred to as "Corporation") is Grace Way Community Church, Inc.

Article II - Plan of the Church

A. Purposes. The Corporation is organized as a Church (as defined under Idaho law), exclusively for religious, charitable, or organizational purposes within the meaning of and pursuant to Section 501 (C) (3) of the Internal Revenue Code of 1986 (or under the corresponding provision of any future United States Internal Revenue law), including for such purposes, but not limited to, acquiring and holding real and personal assets pertaining to, and conducting ministry activities and worship services of a congregation of evangelical Christians, and any and all other lawful activities in connection therewith. References in these Articles of Incorporation to the "Code" shall be to the Internal Revenue Code of 1986, as amended from time to time.

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B. Time and Manner of Electing Trustees. The initial Board of Trustees named in Article VII of these Articles of Incorporation shall continue to serve for twelve (12) consecutive months from the date of incorporation. Once their terms expire, new Trustees will be elected according to the Consitution and Bylaws. The term "Trustee" as used in these Articles is identical to a "Director" as defined by Idaho Code Section 30-3-11 (h).

C. The Corporation shall have members who shall have rights as are provided in the Act and are consistant with the management authority that these Articles grant the Trustees of the Corporation.

Article III – Address of Church Office

The post office address of Grace Way Community Church is 1450 N. Mitchell Street, Boise, Idaho 83704-8172.

Article IV – Registered Agent

The name of the Registered Agent of the corporation in this state is Harry Krueger. The street address of the Corporation's initial registered office is 1450 N. Mitchell Street, Boise, Idaho 83704-8172.

Article V – No Stock

The Corporation shall have no authority to issue capital stock.

Article VI – Board of Trustees

All affairs of the Corporation shall be managed by the Board of Trustees.

Article VII – Initial Trustees

The number of Trustees of the Corporation shall be four (4), and no more than five (5), which number may be increased or decreased pursuant to the Constitution and Bylaws of Incorporation. A Trustee shall be a member. Other than the initial Trustees designated in these articles, the Trustees shall be elected or appointed in the manner and for the term provided by the By-laws of the Corpaoration.

The names and addresses of the initial trustees of the Corporation are:

Harry Krueger
1450 N. Mitchell Street
Boise, Idaho 83704

Teresa G. H. Krueger
1450 N. Mitchell Street
Boise, Idaho 83704

David R. Norris
6327 S. Mangrove
Boise, Idaho 83716

Mary E. Norris
6327 S. Mangrove
Boise, Idaho 83716

Article VIII – Restriction on Use and Distribution of Income

A. No part of the income or net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one more of its purposes, and reimbursement may be made for any expenses incurred for the

Corporation by any officer, director, agent or employee or any other person or corporation, pursuant to and upon authorization of the Board of Trustees); and provided further that no member, director or officer of the Corporation, or any other private individual shall be entitled to share in any distribution of any of the corporate assets on dissolution of the Corporation or otherwise. No substantial part of the activities of the Corporation shall consist of carrying on propoganda or otherwise attempting to influence legislation, except as otherwise provided in Section 501 (h) of the Code. The Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidates for public office.

B. No part of the assets of the Corporation shall inure to the benefit of or be attributable to any organization whose income or net earnings or any part thereof inure to the benefit of any private shareholder or other individual or any substantial part of the activities of which consists of carrying on propoganda or otherwise attempting to influence legislation.

C. Upon dissolution of the Corporation, pursuant to a plan of distribution, adopted in the manner and by the vote required for authorization of dissolution of the Corporation, and after payment of all liabilities of the Corporation, all of its assets shall be paid over or transferred to one or more tax exempt, charitable, religious, or educational organizations of the kind described in Section 501 (C) (3) of the Code. Any such assets not so distributed shall be distributed by the District Court in the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such

organizations as such Court shall determine to be consistent with the purposes of the Corporation.

D. Notwithstanding any other provision thereof, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization which is tax exempt under the provisions of Section 501 (C) (3) of the Code.

E. Notwithstanding any other provision of these Articles, during any period that the Corporation is a "private foundation" within the meaning of Section 509 of the Code, the Corporation shall be required to distribute its income for each taxable year of the Corporation at such time and in such manner as not to subject the Corporation to tax under Section 4942 of the Code; and the Corporation shall be prohibited from engaging in any act of self-dealing as defined in Section 494 (d) of the Code, from making any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code, and from any taxable expenditures as defined in Section 4945 (d) of the Code.

Article IX – Duration

The duration of the Corporation shall be perpetual.

Article X – Indemnification

The Trustees and officers of the Corporation shall be entitled to indemnification by the Corporation to the fullest extent allowed under Idaho law, as more specifically set in the Bylaws of the Corporation.

Article XI – Nondiscrimination Policy

The Corporation's intangible religious services and benefits shall be available to all persons regardless of race, color, creed, national origin, sex or handicap, and the Corporation shall not discriminate against anyone on these grounds.

Article XII – Amendments

Amendments to these Articles which impair tax exempt status or allow assets to be used for non-exempt purposes are expressly prohibited.

Article XIII – Incorporation

The name and address of the Incorporator is:

David R. Norris
6327 S. Mangrove
Boise, Idaho 83716

Article XIV

The provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Constitution and Bylaws.

Dated this 15th day of April, 1999.



DAVID R. NORRIS
INCORPORATOR