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Department of State.

**CERTIFICATE OF INCORPORATION
OF**

EL BALLET FOLKLORICO GENESIS DE IDAHO, INCORPORATED

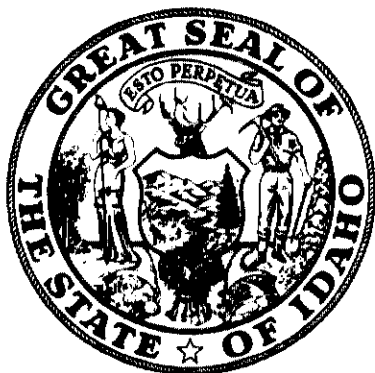
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

EL BALLET FOLKLORICO GENESIS DE IDAHO, INCORPORATED

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 October 29, _____, 19 90.



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala

Corporation Clerk

ARTICLES OF INCORPORATION
OF
EL BALLET FOLKLORICO GENESIS DE IDAHO, INCORPORATED
A NONPROFIT CORPORATION

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SEC. OF STATE
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KNOW ALL PERSONS BY THESE PRESENTS:

We, the undersigned, citizens and residents of the State of Idaho and the United States of America, over the age of twenty-one (21), for the purpose of organizing and forming a Nonprofit Corporation under the provisions of the Idaho Nonprofit Corporation Act (Title 30, Chapter 3, Idaho Code, sections 30-301 to 30-322) and all laws amendatory and supplementary, and for such purpose, do hereby associate ourselves and make, sign and acknowledge, certify, adopt and file this certificate and Articles of Incorporation for that purpose as follows:

ARTICLE I

Name of Corporation

The name of this corporation shall be and is EL BALLET FOLKLORICO GENESIS DE IDAHO, Incorporated.

ARTICLE II

Nonprofit Status

The corporation is a nonprofit corporation under the Idaho Nonprofit Corporation Act (Title 30 , Chapter 3, Idaho Code, sections 30-301 to 30-322), as hereinafter amended.

This corporation is not organized for pecuniary profit. This corporation shall not have the power to issue certificates of stock or declare dividends: no part of the net earnings or assets (if any) of the corporation shall inure to the benefit of, be distributable to, nor shall dividends be paid to, any member, director, officer, or any other private person at any time whatsoever. Provided that, the corporation shall have the power to pay reasonable compensation for services rendered and to make payments and distributions in accordance with the corporate purposes set forth in Article IV (below).

No 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 f o r 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 exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (of 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 provisions of any future United States Internal Revenue Law).

ARTICLE III

Duration

The period of the duration of this corporation is unlimited and of perpetual duration.

ARTICLE IV

Purposes

The purposes for which the corporation is organized are:

A. Specific and Primary Purposes:

Section One. The preservation and promotion, through dance, of the cultural values of Mexican-Americans to society in general and to residents of Southeastern Idaho in particular by teaching and performing Mexican and American folk dances and traditions; and to encourage all Americans to relate meaningfully to the culture of Mexican-Americans.

Section Two. To develop and produce an annual dance recital celebrating the contributions of the Native American, Mexican-American, Anglo-Saxon, Japanese-American and Greek-American cultures to the history of Idaho.

Section Three. To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons, organizations (of any kind or nature) such as corporations, firms, associations, trusts, institutions, foundations or government bureaus, departments and agencies.

B. In furtherance of, but not in limitation of, the foregoing purposes, the corporation shall have the following general purposes and powers:

Section One. To acquire, purchase, construct, own, hold , invest in, lease manage, develop, maintain, rehabilitate, improve, sell, exchange or otherwise dispose of and deal in real or personal property, whether improved or unimproved, and any interest therein, of every kind and description.

Section Two. To borrow money and execute such evidence of indebtedness and such contracts, agreements, mortgages, deeds , leases, assignments, conveyances, security agreements or other instruments as may be necessary.

Section Three. To develop and administer programs throughout Idaho for training all persons in the unique folkways of their culture and for presenting opportunities for others to enjoy performances by folk artists.

Section Four. To do any lawful act or thing necessary or proper to carry out the foregoing purposes and powers. To exercise all other rights and powers conferred upon Nonprofit Corporations formed under the general Nonprofit Corporation Act and (consistent with the above) the Idaho Business Corporation Act of the State of Idaho.

Section Five. Provided, however, that the corporation shall not engage in any activity whatsoever, including those mentioned above, that are not in furtherance of the charitable purpose of the corporation. Further, all the foregoing purposes and powers shall be exercised exclusively for charitable purposes and in such manner that the corporation shall qualify as a tax exempt organization under the Internal Revenue Code of the United States of America and applicable Idaho State Tax Statutes, including Internal Revenue Code 501(c)(3), as they are currently or shall hereinafter be in force and effect.

ARTICLE V

Membership

Section One. The corporation is to have members.

Section Two. The members of the corporation shall not be personally liable for the debts, liabilities or obligations of the corporation.

Section Three. The management of the affairs of the corporation shall not be managed by the members but shall instead be managed by a board of directors elected by the members.

Section Four. The qualifications, voting rights, and other pertinent matters regarding membership in the corporation shall be specified in Bylaws of the corporation.

ARTICLE VI

Street Address of Office and Agent

The street address of the initial registered office of the corporation is:

**4842 Cole
Chubbuck, Idaho 83202**

The name of the corporation's initial registered agent at this address is:

Carlos Flores

ARTICLE VII

Directors of Corporation

The number of directors constituting the initial board of directors shall be seven (7). The names and addresses of the persons who are appointed to act in the capacity of Directors until the election of their successors are:

- | | |
|------------------------------|---|
| 1. Ted Castorena | 387 East Custer
Aberdeen, Idaho 83210 |
| 2. Henry F. Gonzalez | 735 West Bonneville
Pocatello, Idaho 83204 |
| 3. Armando Martinez | 1937 East Center Street
Pocatello, Idaho 83201 |
| 4. Margaret Molina | 778 W Hwy 39
Blackfoot, Idaho 83221 |
| 5. Joseph Cruz Najjar | 1014 Sunset
Blackfoot, Idaho 83221 |
| 6. Graciela Sanchez | 512 W Judicial
Blackfoot, Idaho 83221 |

7. Ramon Sanchez

512 W Judicial
Blackfoot, Idaho 83221

8. William M. Welch

1087 Wilson #12
Pocatello, Idaho 83201

ARTICLE VIII

Management of Corporation by Directors

Section One. The management of all the affairs and business of all the affairs and business of the Corporation shall be vested in the Board of Directors.

Section Two. The number, classification, qualifications, powers, duties, terms of office, manner of election and times and places for (and quorum at) meetings of the Board of Directors shall be prescribed by the Board of Directors and recorded in the BYLAWS of the Corporation.

The Board of Directors may adopt any other Bylaws by a majority vote that will further the purposes of the Corporation as established in Article IV.

Section Three. All actions by the corporation shall be decided upon by a MAJORITY VOTE of the Board of Directors and placed in Records of the Corporation in the form of a RESOLUTION.

Section Four. The OFFICERS of the corporation shall be designated, named, elected, or appointed in a manner to be prescribed in the Bylaws of the corporation.

ARTICLE IX

Indemnification and Insurance for Directors

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that such person is or was a Director or officer of the corporation shall be indemnified by the corporation against any and all reasonable expenses, including attorney fees, incurred in connection with the defense or settlement of such action, suit or proceeding; except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that the Director is liable for intentional misconduct or gross negligence.

The Board of Directors may establish insurance to ensure this indemnification, as they deem necessary, in the Bylaws of the corporation.

ARTICLE XI


Incorporators

The name and address of each incorporator of the corporation is as follows:


- | | |
|----------------------|---|
| 1. Ted Castorena | 387 East Custer
Aberdeen, Idaho 83210 |
| 2. Henry F. Gonzalez | 735 West Bonneville
Pocatello, Idaho 83202 |
| 3. Armando Martinez | 1937 East Center Street
Pocatello, Idaho 83201 |
| 4. Margaret Molina | 778 W Hwy 39
Blackfoot, Idaho 83221 |

5. Joseph Cruz Najar	1014 Sunset Blackfoot, Idaho 83221
6. Graciela Sanchez	512 W Judicial Blackfoot, Idaho 83221
7. Ramon Sanchez	512 W Judicial Blackfoot, Idaho 83221
8. William M. Welch	1087 Wilson #12 Pocatello, Idaho 83201

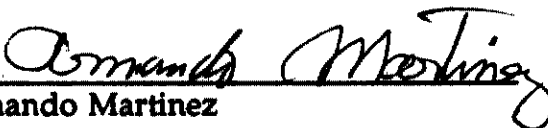
IN WITNESS WHEREOF, the following persons acknowledge that they
are residents of the State of Idaho and have joined together with those hereto signed to
incorporate this corporation as a nonprofit corporation.

ms
T.E.C.
Teo


Theodore Castorena



Henry F. Gonzalez



Armando Martinez




Margaret Molina




Joseph Cruz Najar



Graciela Sanchez



Ramon Sanchez



William M. Welch

STATE OF IDAHO)
COUNTY OF ^{BINGHAM} ~~BENNETT~~ : ss)

On this 8th day of Sept, 1990, before me, the undersigned, a Notary Public in and for said State, personally appeared ^{Ted} ~~THEODORE~~ ^{MBelney} CASTORENA, HENRY F. GONZALEZ, ARMANDO MARTINEZ, MARGARET MOLINA, JOSEPH CRUZ NAJAR, GRACIELA SANCHEZ, RAMON SANCHEZ AND WILLIAM M. WELCH known to me to be the persons whose names are subscribed to the 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.

Margene Belney
NOTARY PUBLIC FOR IDAHO
Residing at 339 So Birch Blackfoot Id
My Commission expires: 8-29-90

(SEAL)