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SECRETARY OF STATE
STATE OF IDAHO

**Articles of Incorporation of
Growing Change Inc.**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Idaho, do hereby certify:

First: The name of the Corporation shall be Growing Change Inc. .

Second: The place in this state where the principal office of the Corporation is to be located is the City of Boise in Ada County.

Third: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial board of directors of the corporation are as follows:

Name: Antonio C. Bommarito Address: 2001 W. Dorian, Boise, ID 83705

Name: John J. Mooney Address: 2001 W. Dorian, Boise, ID 83705

Name: Mathew P. Chilson Address: 2001 W. Dorian, Boise, ID 83705

Fifth: The name and post office address of the incorporator is as follows:

Name: Antonio C. Bommarito Address: 2001 W. Dorian, Boise, ID 83705

The name and address of the registered agent is as follows:

Antonio C. Bommarito 2001 W. Dorian, Boise, ID 83705

Sixth: The post office address of the incorporation is as follows:

2001 W. Dorian, Boise, ID 83705

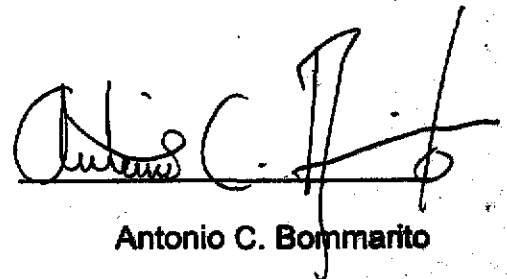
Seventh: This corporation does not have voting members.

IDAHO SECRETARY OF STATE
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Eighth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 purposes.

Ninth: 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 Third 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 or in opposition to 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 exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.



Antonio C. Bommarito

In witness whereof, I have hereunto subscribed my name this day November 10, 2009.