

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
THE FINDING HOME FOUNDATION, INC.

NOV -7 AM 9:30

SECRETARY OF STATE
STATE OF IDAHO

1. Name. The name of the nonprofit corporation is The Finding Home Foundation, Inc. (the "Corporation").

2. Registered Agent. The name and address of the initial registered agent is Daniel H. Walker, 420 E. State St., Suite 130, Eagle, Idaho 83616.

3. Purpose. The Corporation is organized only for charitable, religious, educational and scientific purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "IRC"). Regardless of any other provision in these Articles, the Corporation shall not carry on any activities not permitted for an organization exempt from federal income tax under Section 501(c)(3) of the IRC, or for an organization, contributions to which are deductible under Section 170(c)(2) of the IRC. 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. No part of the assets of the Corporation shall benefit or be distributed to its directors, officers or other private parties, except the Corporation may pay reasonable compensation for personal services and make payments in furtherance of its purposes. The Corporation may engage in any lawful activity in furtherance of the foregoing purposes.

4. Board of Directors. The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. The names and addresses of the initial members of the Board of Directors are:

Daniel H Walker, J.D.	420 E. State St., Suite 130 Eagle, Idaho 83616
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Derrel V Walker, M.D.	420 E. State St., Suite 130 Eagle, Idaho 83616
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Dennis Kelly, R.N.	420 E. State St., Suite 130 Eagle, Idaho 83616
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5. Officers. The names, addresses and titles of the initial officers of the Corporation are:

Dennis Kelly, R.N. Executive Director/ President	420 E. State St., Suite 130 Eagle, Idaho 83616
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IDAHO SECRETARY OF STATE
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Derrel V Walker, M.D. 420 E. State St., Suite 130
Chief Scientific Officer Eagle, Idaho 83616

Daniel H Walker, J.D. 420 E. State St., Suite 130
Secretary Eagle, Idaho 83616

Steve Burningham, MAcc 420 E. State St., Suite 130
Treasurer Eagle, Idaho 83616

Shera Mae Walker, B.A. 420 E. State St., Suite 130
Director of Special Needs Eagle, Idaho 83616

6. Incorporator. The name and address of the incorporator are:

Judson W. Tolman, J.D. 420 E. State St., Suite 130
Eagle, Idaho 83616

7. No Members. The Corporation shall not have any members.

8. Dissolution of Assets on Dissolution. Upon dissolution of the Corporation for any reason, provision shall be made for the payment of all liabilities and thereafter to dispose of all assets of the Corporation only for corporate purposes or to contribute such assets to organizations that are organized and operated solely for charitable, educational, religious or scientific purposes as shall then qualify as exempt under Section 501(c)(3) of the IRC and any successor thereto.

9. Indemnification. The Corporation shall indemnify each of its directors and officers to the fullest extent permissible under applicable law. Any member of any advisory board affiliated with the Corporation shall be entitled to the same rights of indemnification as a member of the board of directors of the Corporation.

10. Director and Officer Liability. The personal liability of directors and officers of the Corporation shall be eliminated or limited to the fullest extent permitted by applicable law.


11. Private Foundation. Notwithstanding any other provision of these Articles, if this Corporation becomes a private foundation, as defined in Section 509 of the IRC, while it is a private foundation, the Corporation:

- (a) Shall distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the IRC, or corresponding section of any future federal tax code;
- (b) Shall not engage in any act of self-dealing as defined in section 4941(d) of the IRC, or the corresponding section of any future federal tax code;
- (c) Shall not retain any excess business holdings as defined in section 4943(c) of the IRC, or the corresponding section of any future federal tax code;

- (d) Shall not make any investment in a manner as to subject it to tax under section 4944 of the IRC, or the corresponding section of any future federal tax code; and
- (e) Shall not make any taxable expenditures as defined in Section 4945(d) of the IRC, or the corresponding section of any future federal tax code.

12. Discrimination Not Permitted. In connection with its functions and in fulfilling its purposes, the Corporation shall not practice or permit discrimination on the basis of sex, age, race, national origin, religion or physical handicap or disability.

DATED November 4, 2011.



Judson W. Tolman, Incorporator