

FILED/EFFECTIVE

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STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

TETON COMMUNITY DEVELOPMENT CORPORATION

The undersigned, acting as incorporator under the Idaho Nonprofit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

1. **NAME:** The name of the corporation is TETON COMMUNITY DEVELOPMENT CORPORATION.

2. **NONPROFIT:** This is a nonprofit corporation.

3. **DURATION:** The duration of the corporation shall be perpetual.

4. **PURPOSES:** The purposes to be promoted or carried out by the corporation are as follows:

A. To establish and operate a nonprofit corporation organized and operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time;

B. To build community and enhance the quality of life for residents of the greater Teton Valley area, including, but not limited to, Teton County, Idaho, and Teton county, Wyoming (hereinafter "Greater Teton Valley");

C. To develop and manage community assets which will improve the safety of the community, the quality of the environment, the health of the neighborhood economy, and to lessen the burdens of government in the Greater Teton Valley;

C. To act as an advocate, organizer and planner committed to the empowerment of low-income residents, community education, diversity, and the promotion of social and economic justice in the Greater Teton Valley;

D. To develop and manage affordable housing for low-income residents in the Greater Teton Valley; and

E. To perform all things incidental to, or appropriate in, the achievement of its specific and primary charitable purposes, including receiving, administering, and expending public or private

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IDAHO SECRETARY OF STATE
11/06/2001 05:00
CK: 19432 CT: 1188 DH: 428298
1 @ 30.00 = 30.00 INC NONP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C141277

funds for such purposes.

5. **POWERS:** The corporation shall be authorized to do any and all acts and things, and to exercise any and all powers which it may now or hereafter may be lawful for the corporation to do or exercise under the Idaho Nonprofit Corporation Act to accomplish any of the purposes enumerated in Paragraph 4 hereof. Notwithstanding any of the provisions enumerated herein, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

6. **LIMITATIONS:** No part of the net earnings or the assets of the corporation shall inure to the benefit of, or be distributable to, its directors, 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 Paragraph 4 hereof. No substantial part of the activities of the corporation shall be for 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 for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

7. **MEMBERSHIP:** The corporation will be a non-membership corporation.

8. **REGISTERED OFFICE AND AGENT:** The address of the initial registered office of the corporation is 443 N. Hwy. 33 Driggs, Idaho 83422, and the name of the initial registered agent of the corporation is Maria Victoria Mabanag Young.

9. **BY LAWS:** Provisions for the regulation of the internal affairs of the corporation shall be set forth in ByLaws of the corporation as may be adopted by its incorporators or board of directors.

10. **ELECTION OF DIRECTORS:** Directors of the corporation shall be elected in the manner provided by the ByLaws.

11. **INITIAL DIRECTORS:** The number of directors constituting the initial Board of Directors shall be three (or as provided in the By Laws), and the names and addresses of the persons

who are to serve as directors until the first meeting of the corporation or until their successors are elected and qualified are:

Name	Street Address	City or Town
Maria Victoria Mabanag Young	575 Targhee Towne	Alta, WY 83422
Barbara Dockery	99 South Main	Driggs, ID 83422
Lin Graham	1221 Nixon	Idaho Falls, ID 83401

12. INCORPORATOR: The name and address of the incorporator is:

Name	Street Address	City or Town
Eric L. Olsen	201 E. Center	Pocatello, ID 83204

13. DISSOLUTION: Upon the termination, dissolution, or winding up of the corporation in any manner or for any reason, as provided in sections 30-3-110 through 30-3-115 of the Idaho Nonprofit Corporation Act, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed or used exclusively for charitable or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code as the same now exists or as it may be amended from time to time. Any such assets not so disposed shall be disposed of by a Court of Competent Jurisdiction of the State of Idaho, exclusively for such purposes or to such organization or organizations, as said Court shall determine, consistent with any specific designation placed on any such assets or funds.

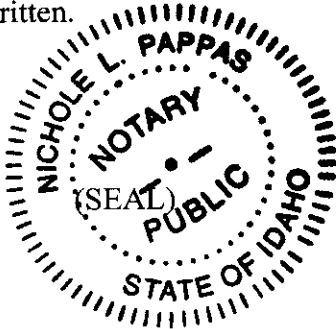
DATED this 5th day of November, 2001.


ERIC L. OLSEN
Incorporator

STATE OF IDAHO)
 : ss
County of Bannock)

On this 5 day of Nov., 2001, before me, the undersigned, a Notary Public in and for said State, personally appeared Eric L. Olsen, known to me to be the person whose name is subscribed to the foregoing and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Nichole L Pappas
NOTARY PUBLIC FOR IDAHO,
Residing at: Pocatello
My Commission Expires 1-10-06