

ARTICLES OF INCORPORATION
OF
Idaho Development And Housing Organization (IDAHO), Inc

A Subsidiary of the Non-Profit Corporation International Development, Inc

The undersigned, pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), hereby adopt these Articles of Incorporation which have been duly approved by the Board of Directors and the Member.

ARTICLE I
NAME, OFFICE, AGENT

Section 1. The name of this corporation shall be Idaho Development And Housing Organization (IDAHO), Inc.

Section 2. The address of the registered office of this corporation is 15130 Fiesta Way, Caldwell, ID 83605 and the name of the Corporation's registered agent at such address is C. Fred Cornforth.

ARTICLE II
NONPROFIT STATUS

This Corporation is a nonprofit corporation.

ARTICLE III
PERIOD OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IV
PURPOSES

Section 1. The corporation is organized for charitable purposed within the meaning of Section 501 (c)(3) of the Internal Revenue Code, as amended, exclusively to:

- a) Provide low income and homeless persons, potentially homeless persons or otherwise disadvantaged persons with housing facilities and educational and supportive services by:

1. Involving the low-income in developing and carrying out anti-poverty programs;

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2. Mobilizing public and private resources in support of anti-poverty programs;

3. Conducting programs which will promote the provision of decent housing affordable to low-income persons; and

- b) Contribute to the fulfillment of the purposes of International Development, an Idaho nonprofit corporation, which is exempt from federal income tax as an organization described in Section 501 (c)(3) of the Internal Revenue Code of 1986.

This Corporation shall be operated exclusively for charitable purposes and in a manner which is consistent with and supportive of the Mission and philosophy of International Development (member).

Section 2. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributed to its directors, officers, or other private persons, except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 3. No substantial part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this Corporation shall not participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office

Section 4. Notwithstanding any other provision of these Articles of Incorporation 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 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 corresponding section of any future federal tax code.

ARTICLE V

POWERS

Section 1. This corporation, in order to carry out its purposes, shall have the power to do any and all things as fully and to the same extent as natural persons could do, and this Corporation shall have such powers as may be necessary or incidental to the attainment of the purposes of this Corporation as set forth in Article III hereof.

Section 2. The enumeration of the powers hereinabove shall not be deemed a renunciation of any of the powers conferred in the Act for nonprofit corporations, charitable societies or religious associations, but rather all such powers shall be

deemed fully vested in this Corporation as though hereinabove specifically enumerated.

ARTICLE VI MEMBERSHIP

This Corporation shall have only one member who is entitled to vote on matters relating to this Corporation and that member shall be International Development hereinafter "Member," an Idaho nonprofit corporation. The powers, duties and rights reserved to the Member shall be identified in the Corporation's Bylaws

ARTICLE VII BOARD OF DIRECTORS

Section 1. The affairs of this Corporation shall be managed by a Board of Directors.

Section 2. The number, qualifications, term, method of acting and method of appointment and removal of the Board of Directors shall be set forth in the Bylaws of this Corporation.

Section 3. Removal of Directors. Any Director may be removed either with or without cause at any time by action of the Corporate Member.

Section 4. Names and Address of Directors:

Greg Urrutia
10525 Perch Rd
Caldwell, ID 83605

Kim Hall
1910 Ray Avenue
Caldwell, ID 83605

Tracie Lloyd
13649 Crisholm
Caldwell, ID 83605

ARTICLE VIII DISSOLUTION

In the event that this Corporation shall be dissolved or wound up at any time, then all of the properties, monies, and assets of this corporation remaining after provision has been made for payment of its known debts and liabilities as provided by law, shall be transferred exclusively to and become the property of International Development, or other entity that is designated by ID and that is an exempt organization under Section 501 (c)(3) of the Internal Revenue Code. In the event that ID no longer exists such properties, monies, and assets of this Corporation shall be transferred exclusively to and become the property of such non profit funds, foundations or corporations, organized and operated exclusively for charitable purposes, as are selected and designated by the Board of Directors of the Member of this Corporation; provided, however, that any such funds, foundations and /or corporations shall qualify as an exempt organization or

organization under Section 501 (c)(3) of the Internal Revenue Code of the United States as that Section exists or may subsequently be amended, provided further, however that prior to taking any action to permit or cause the voluntary or involuntary dissolution of this Corporation, the Board of Directors shall obtain all approvals required of the Member.

Dated: 4-18 4-2 98

Signed: C. Fred Cornforth

C. Fred Cornforth, Incorporator and Executive Director

Declaration

The undersigned declares under penalty of perjury under the laws of the State of Idaho that he is the person who executed the above Articles of Incorporation and that such action is his act and deed on the above date.

Signed: C. Fred Cornforth

C. Fred Cornforth, Incorporator

ARTICLE IX REVISION OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended upon receiving the affirmative vote of two thirds (2/3) of the Directors in office and the approval of the Member

IN WITNESS THEREOF, the undersigned have executed these Articles of Incorporation on this 2nd day of April, 1998.

C. Fred Cornforth
Incorporator/Executive Director