

ARTICLES OF INCORPORATION  
OF  
DAYLEY FOUNDATION, INC.

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SECRETARY OF STATE  
STATE OF IDAHO

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THE UNDERSIGNED Hereby incorporates himself as a nonprofit  
foundation, under the Nonprofit Corporation Act of the State of Idaho [§§30-3-1ff.  
I.C.].

ARTICLE I

The name of this foundation shall be:

DAYLEY FOUNDATION, INC.

ARTICLE II

The foundation is organized exclusively for charitable, educational,  
and scientific purposes.

ARTICLE III

To accomplish such purposes, the foundation shall have powers as  
follows:

- a. To solicit and receive gifts and grants of money and  
property of every kind, and to maintain and use the same for the purposes of the  
foundation.
- b. To acquire, own, hold, and use real estate, in the  
furtherance of such purposes.

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c. To buy, sell, manage, lease, convey, or encumber such property as may be necessary to carry out the purposes stated herein, and to execute such contracts, deeds, mortgages, notes, and other instruments as might be necessary therefor.

d. To borrow or raise money for any of the purposes of the foundation, and in connection therewith, to grant collateral or other securities, either alone or jointly with any other corporation, firm, or person; to make and issue promissory notes and other evidence of indebtedness; and to lend and advance money, extend credit, take notes, open accounts, and every kind of indebtedness or collateral security in connection therewith.

e. To do any and all things and to exercise any and all powers which might now or hereafter be lawful for the foundation to do or exercise, under and in pursuance of the Non-profit Corporation Act of the State of Idaho, or of any other law which now or hereafter might be applicable.

#### ARTICLE IV

The names and addresses of the initial Board of Directors, are:

THOMAS E. DAYLEY  
4892 S. Willandra Way  
Boise ID 83709

LUCILLE BROWER  
3122 S. Bayou Bar Avenue  
Meridian ID 83642

FRED DAYLEY  
1213 Vincent Street  
Vinton LA 70668

CONNIE HYDE  
Box 689  
Lovelock NV 89419

JACK DAYLEY  
1186 E. 900 S. #28  
St. George UT 84790

#### ARTICLE V

The duration of the foundation shall be perpetual.

#### ARTICLE VI

The location and post office address of the registered office of the foundation shall be; 4892 S. Willandra Way, Boise, Idaho, 83709, but meetings of the board of directors and of any executive committee thereof, may be held at such registered office, or at such other place, within or without this state, for the transaction of any business of the foundation, as the directors, by resolution or bylaw, might provide.

The name of the registered agent of the foundation, at the said registered office, is:

THOMAS E. DAYLEY  
4892 S. Willandra Way  
Boise ID 83709

#### ARTICLE VII

a. The number and qualifications of members, terms and conditions of membership, fees or assessment of dues to carry on the business of the foundation, and other regulations consistent with the purposes of the foundation and not repugnant to the constitution and laws of the State of Idaho or the United States, shall be as the bylaws might prescribe.

b. The rights and interests of all members of the foundation shall be equal, and no member may have or acquire a greater interest therein than any other.

c. Each member shall be a voting member.

d. No capital stock shall be issued, but a membership certificate shall issued to each member, which certificate shall not be assessable, and cannot be assigned so as to entitle a transferee thereof to become a member of the foundation, except by resolution of the board of directors and under such regulations as the bylaws might prescribe.

#### ARTICLE VIII

a. The foundation is not organized for pecuniary profit and no part of its net earnings shall inure to the benefit of any member, director, or individual. The balance of all money received by the foundation for its operation, after the payment in full of all debts and obligations of the foundation, shall be held, used, or distributed, exclusively, for educational, scientific, and charitable purposes, within the intendment of §501(c)(3), IRC.

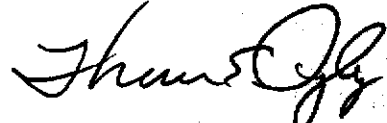
b. In the event of the dissolution of the foundation, all of the assets of the foundation shall be distributed to such nonprofit educational, literary, and charitable purposes, or municipal corporation, as the board of directors might select, within the intendment §501(c)(3), IRC.

ARTICLE IX

The name and address of the incorporator are:

THOMAS E. DAYLEY  
4892 S. Willandra Way  
Boise ID 83709

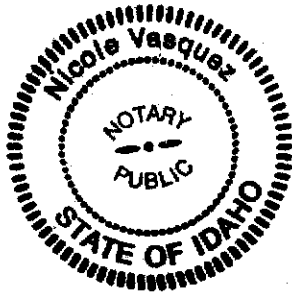
Executed at Boise, Idaho, this January 13, 2010.



THOMAS E. DAYLEY  
Incorporator

On this January 13<sup>th</sup>, 2010, before me personally appeared

THOMAS E. DAYLEY, known to me to be the person whose name is subscribed  
on the foregoing instrument, and acknowledged to me that he executed the same.



Notary Public  
Boise, Idaho  
My Commission Expires:  
10/26/2015

