



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

FORBUSH SHELTER HOME, INC.

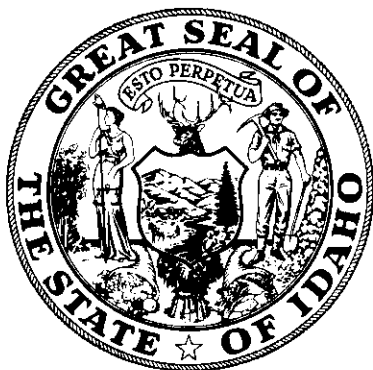
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

FORBUSH SHELTER HOME, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received
in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated _____ **March 3** _____, 19 **82** .



Pete T. Cenarrusa

SECRETARY OF STATE

Muriel E. Antioch

Corporation Clerk

ARTICLES OF INCORPORATION
OF
FORBUSH SHELTER HOME, INC.

THE UNDERSIGNED, being a natural person of full age, legally competent to enter into contracts, and a citizen of the United States of America, does hereby, for the purpose of forming a nonprofit corporation under the provisions of Title 30, Chapter 3, Idaho Code, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be: FORBUSH SHELTER HOME, INC.

ARTICLE II - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation, and the name of its initial registered agent at such address are as follows:

4700 Clearview Drive, Boise, Idaho 83703
Agent: Doris J. Forbush

ARTICLE III - PURPOSES

The nature, objects, purposes, and powers of this corporation are as follows:

1. This corporation is a nonprofit corporation, as such term is defined in §30-305, Idaho Code. It does not contemplate pecuniary gain or profit, and no part of its income or property shall at any time be distributable to its members, directors, or officers (provided, however, this provision shall not be construed to prohibit the payment of reasonable compensation for services actually rendered for the benefit of the corporation). In the event of dissolution of this corporation, all of its assets of every kind and nature shall be distributed to one or more organizations to be used solely for charitable purposes, and any such organization must have qualified for tax-exempt status under the provisions of Section 501(c) of the Internal Revenue Code, as amended from time to time.

2. The objects and purposes of this corporation are to maintain, own, and operate one or more licensed shelter home facilities, to provide care and training for mentally and physically handicapped adults (including but not limited to persons afflicted with emotional and personality disorders, learning disabilities, and mental retardation). Use of the facilities of this corporation shall never be denied to any

person by reason of such person's race, sex, religious affiliation or absence thereof, or place of national origin.

3. This corporation shall have all of the powers and authority granted by §30-307, Idaho Code, and all other powers authorized or permitted to nonprofit corporations by the laws of the State of Idaho, as the same may be in effect from time to time.

ARTICLE IV - MEMBERS

There shall be one or more members of this corporation, and the qualifications, rights, and privileges of members shall be as prescribed in the bylaws of the corporation. There shall be no certificates of membership or other instruments evidencing membership. Meetings of the members shall be held at such places and times as may be provided in the bylaws. The members actually present at any duly called membership meeting shall constitute a quorum, regardless of their number, and may transact any matter of business permitted to be transacted at a membership meeting of a nonprofit corporation. Each member shall have one vote upon any matter to be voted upon at a membership meeting.

ARTICLE V - BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors, who need not be residents of the State of Idaho or members of the corporation. The number, qualifications, and manner of election of Directors shall be as prescribed by the bylaws of the corporation. The bylaws may provide that the existing directors may elect successor directors. Election of Directors shall be by cumulative voting, if cumulative voting be required by the laws of the State of Idaho in effect at the time of such election. The initial Board of Directors of the corporation, who shall serve until the first annual election of Directors, shall consist of one person, whose name and address is as follows:

Doris J. Forbush
4700 Clearview Drive
Boise, Idaho 83703

ARTICLE VI - OFFICERS

The officers of this corporation shall be elected by the Board of Directors and shall serve for such terms of office as may be designated by the Board of Directors. The officers of this corporation shall be a president, one or more vice-presidents, a secretary, a treasurer, and any other officers or assistant officers as may be elected or appointed by the Board of Directors. Except for the office of

President, more than one office may be held by one person. Offices other than President and Secretary need not be filled, if the Board of Directors determines that such officers are not required from time to time. The time and manner of election of officers, and their respective authority and duties, shall be as set forth in the bylaws, or as may be determined by resolution of the Board of Directors not inconsistent with the bylaws. The founder of this corporation, Doris J. Forbush, shall be the President of this corporation during her lifetime, so long as she chooses to hold such office and is physically and mentally capable of performing the duties thereof.

ARTICLE VII - BYLAWS

The Board of Directors is authorized to adopt, amend, and repeal bylaws of the corporation, and to provide in such bylaws for any matter which may lawfully be governed by the bylaws of a nonprofit corporation under the laws of the State of Idaho. All provisions of the bylaws relating to the election, qualification, and term of office of Directors may be adopted, amended, and repealed by vote of the members at any annual membership meeting, or any special membership meeting called for such purpose.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended by vote of two-thirds (2/3) of the members present and voting at any annual membership meeting, or any special membership meeting called for such purpose.

ARTICLE IX - INCORPORATOR

The name and post office address of the incorporator of this corporation are as follows:

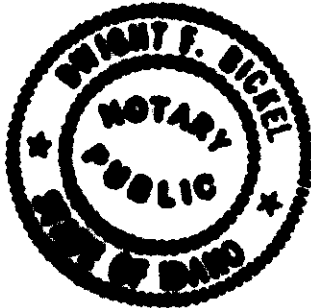
Doris J. Forbush
4700 Clearview Drive
Boise, Idaho 83703

IN WITNESS WHEREOF, the said Incorporator has hereunto set her hand on the 1st day of March, 1982.

Doris J. Forbush
DORIS J. FORBUSH

STATE OF IDAHO)
) ss.
COUNTY OF ADA)

On this 1st day of March, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared Doris J. Forbush, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same.



Dwight F. Bickel
Notary Public for Idaho
Residing at Boise, Idaho