

**ARTICLES OF INCORPORATION
Of
Spring Valley Bible Church, Inc.**

FILED/EFFECTIVE

Nov 1 11 37 AM '01

SECRET STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS:

That We, the undersigned, desiring to form a Non-Profit Corporation under and pursuant to the laws of the State of Idaho, and for that purpose, do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the Corporation shall be Spring Valley Bible Church, Inc.

**ARTICLE II
PRINCIPLE REGISTERED OFFICE**

The principle registered office of this corporation is to be located at 1400 North Cole Road, in the city of Boise, County of Ada, State of Idaho, and may transact its business and maintain offices for such purposes at such other places either within or without this State.

**ARTICLE III
PURPOSE**

The purpose for which this Corporation is organized is the transaction of any and all business for which non-profit corporations may be incorporated under the laws of the State of Idaho, as they may be amended from time to time, except that said Corporation, organized exclusively for Religious purposes, within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Laws.

**ARTICLE IV
SPECIFIC PURPOSE**

The specific purpose for which this Corporation is organized and intends actually to engage in this State, which shall not limit the character of the exempt activities which this Corporation may ultimately conduct, is as follows:

To reach the unchurched believers and non-believers for Jesus Christ

Within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under said section 501 (c)(3), or the corresponding of any future United States Internal Revenue Laws.

**ARTICLE V
INCORPORATORS**

The names and addresses of the incorporators of this Corporation are:

IDAHO SECRETARY OF STATE
11/01/2001 05:00
CK: CASH CT: 153111 BH: 427505
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C141236

James R. Bean, 2227 East Skipperling Lane, Boise, Idaho 83706
David L. Wise, 5859 Millwright Avenue, Garden City, Idaho 83714

ARTICLE VI BOARD OF DIRECTORS

The business and affairs of this corporation shall be conducted by a Board of Directors who shall number not less than 2, nor more than 12 members. Said directors shall have the authority and power to increase or decrease the number of serving directors within the limits above provided. The Board of Directors may fill any vacancy, which may occur on the Board of Directors pending the next annual meeting of the Board of Directors. The persons appointed to serve on the Board of Directors for any term of years, not to exceed 5 years, which said term shall commence the date of appointment unless otherwise designated by the Board of Directors. The Bylaws shall specify the number of Directors necessary to constitute a lawful quorum. The Board of Directors may, by proper resolution or resolutions passed by a lawful quorum of the whole Board, designate one or more communities which, to the extent provided in said resolution or resolutions, or in the Bylaws, shall have or may exercise those powers to designated in the resolution or resolutions, or in the Bylaws, on the management of activities and affairs of the Corporation, and may have the power to authorize the Seal of the Corporation to be fixed to all papers, documents, or writing which may require it, and such committee or committees shall have such name or names as may be stated in the Bylaws, or as may be directed from time to time by resolution adopted by the Board of Directors. The Board of Directors may elect such officers of the Corporation as the Bylaws may specify who shall, subject to the provisions of the Bylaws, have such titles and exercise such duties as the Bylaws provide. The Board of Directors shall be authorized to make, adopt, alter, or repeal the Bylaws of this Corporation, or any article therein, provided such authority and power is not vested and reserved to members of the Corporation, if applicable, and authorized by the Bylaws. The names and addresses of the persons who are appointed to serve as Directors of this Corporation until the First Annual Meeting of the Board of Directors, or until their successors are elected and qualified, are:

James R. Bean, 2227 East Skipperling Lane, Boise, Idaho 83706

David L. Wise, 5859 Millwright Avenue, Garden City, Idaho 83714

ARTICLE VII LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in the furtherance of the purposes set forth in Article IV hereof. 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 campaigns on behalf of any candidate for public office. Notwithstanding any other provision of the Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in the furtherance of the purposes of this Corporation.

ARTICLE VIII DISSOLUTION

In the event of a dissolution of this Corporation, any assets remaining after payment to creditors shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or corresponding Section of any future Federal Tax Code, or shall be distributed to the Federal Government for public purposes. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County where the principle office of the Corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX PRIVATE PROPERTY

The private property of the directors, officers, employees, and agents of the Corporation shall be forever exempt from any and all debts of every kind and nature incurred by the Corporation and as authorized by the laws of the State of Idaho.

ARTICLE X INDEMNIFICATION

The Corporation shall indemnify every director, officer, employee, and agent, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceedings to which he or she may be a party by reason of his or her being, or have been, a director, officer, employee, or agent of the Corporation, except in relation to those matters which he or she shall be adjudicated to be liable for gross negligence or gross misconduct. In the event of settlement, indemnification shall be provided only in connection with such mater covered by the settlement as to which the indemnification shall not be exclusive or other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such director, officer, employee, or agent, and the amounts paid in settlement by him or her shall have been first approved by the Directors of this Corporation.

ARTICLE XI DIRECTORS LIABILITY

No Director of this Corporation shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a Director; provided however, that this Article shall not be construed as eliminating or limiting the liability of a Director for one or more of the following acts, namely: (1) A breach of duty of loyalty to the Corporation; (2) Any acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law; (3) The authorizing of a knowingly unlawful payment or distribution out of the Corporate assets, (4) Any transaction made in the furtherance of the exempt purposes of the Corporation which the Director derived an improper personal benefit, or (5) Any act or acts that can be defined under the laws of the State of Idaho as Director Conflicts of Interest.

ARTICLE XII ANNUAL MEETING

The Annual Meeting of the Board of Directors is to be held at a place either within or without the State of Idaho as fixed by the Bylaws.

**ARTICLE XIII
DURATION**

The existence of this Corporation shall be perpetual unless sooner terminated as provided by law.

**ARTICLE XIV
NON-MEMBERSHIP PROVISIONS**

The Corporation shall not be a membership corporation with members, unless, by a two thirds vote the Board of Directors, these Articles of Incorporation are so amended to change this Corporation from a non-membership to a membership corporation with members.

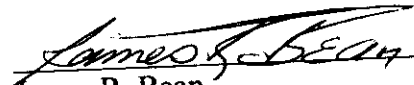
**ARTICLE XV
FISCAL YEAR**

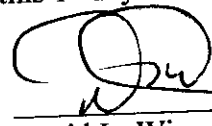
The fiscal year of the Corporation shall end on December 31st of each year.

**ARTICLE XVI
STATUTORY RESIDENT REGISTERED AGENT**

The name and address of the initial Statutory Resident Registered Agent of this Corporation is James R. Bean, 1400 North Cole Road, Boise, ID 83704.

IN WITNESS WHEREOF, WE have set our hands this 1st day of November 2001.


James R. Bean
Incorporator


David L. Wise
Incorporator