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**OFFICE OF THE SECRETARY OF STATE
STATE OF IDAHO**

ARTICLES OF INCORPORATION

OF

THE PROCESS OF CHANGE, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, acting as the incorporator of a nonprofit corporation organized under and pursuant to the provisions of Title 30, Chapter 3, Idaho Code, do hereby adopt, execute and submit the following articles of incorporation to the Secretary of State.

Article I

The name of the corporation shall be **The Process of Change, Inc.**

Article II

The corporation is a nonprofit corporation.

Article III

The purpose for which the corporation is organized is to provide drug and alcohol counseling and psychotherapy and to engage in any lawful activity.

Article IV

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 to for services rendered and to make payments and distributions in furtherance of the purposes described in Article II hereof. Notwithstanding the other provisions of these Articles, this nonprofit corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from the Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

Article V

In the event of the dissolution and liquidation of this corporation, the assets of the corporation shall be, as determined by the Board of Directors, distributed to or sold

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and the proceeds of such sales distributed to any organization which shall be exempt under Section 501(c)(3) of the Internal Revenue Code of 1986.

Article VI

The registered agent for the above named corporation shall be Mark W. Wiseman and the street address for such agent shall be 1201 Falls Avenue East, Suite 21, Twin Falls, Idaho 83301.

Article VII

The corporation shall have no members.

Article VIII

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than three (3) nor more than nine (9) individuals. The actual number of Directors shall be fixed by the Bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

NAME	ADDRESS
Jerrold Catmull	1201 Falls Avenue East, Suite 21 Twin Falls, Idaho 83301
Mark W. Wiseman	2489 Alderwood Avenue Twin Falls, Idaho 83301
Matt MacAllister	1201 Falls Avenue East, Suite 21 Twin Falls, Idaho 83301

Article IX

The mailing address for the corporation shall be 2489 Alderwood Avenue, Twin Falls, Idaho 83301.

Article X

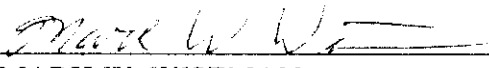
The name and street address of the incorporator is:

Mark W. Wiseman
2489 Alderwood Avenue
Twin Falls, Idaho 83301

Article XI

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 30 day of December, 2004.



MARK W. WISEMAN