



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

FAITH HEIGHTS INTERNATIONAL, INC.

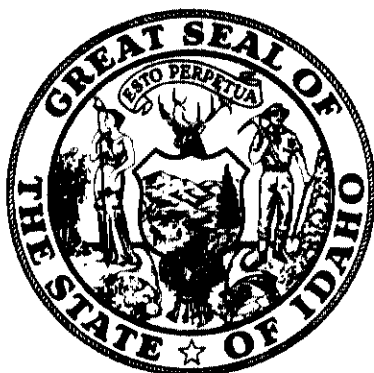
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

FAITH HEIGHTS INTERNATIONAL, 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 20, 19 91.



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala

Corporation Clerk

ARTICLES OF INCORPORATION

of

FAITH HEIGHTS INTERNATIONAL, INC.

Mar 20 3 38 PM '91
SECRETARY OF STATE

PREAMBLE

We, the undersigned incorporators of Faith Heights International, Inc., hereby adopt the following Articles of Incorporation of said corporation, as follows:

ARTICLE I. NAME

The name of the Corporation is "Faith Heights International, Inc." Said Corporation is hereinafter referred to as the "Corporation".

ARTICLE II. NONPROFIT CORPORATION

Section 1. Nonprofit Character.

This Corporation is not formed for pecuniary profit, and no part of the net earnings of the Corporation shall inure to the benefit of any member of the Corporation, any officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member or officer of the Corporation and no private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Section 2. Nonpolitical.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Section 3. Tax-exempt Status.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an

organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended or by an organization contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE III. DURATION

The Corporation is to have perpetual existence.

ARTICLE IV. PURPOSE

Section 1. General Purposes.

The general purposes for which the Corporation is organized are the following:

- A. To receive and maintain real and personal property, or either of them, subject to the conditions and limitations set forth in these Articles of Incorporation, and to use and apply the whole or any part of the income therefrom and principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended; and
- B. To have and to exercise any and all powers and privileges now or hereafter conferred by the laws of the State of Idaho, as contained in Title 30, Chapter 3, Idaho Code, or under any act amendatory thereof or supplemental thereto or substituted therefor, subject, however, to the conditions and limitations set forth in Article II above, and subject, also, to the condition that no such power or privilege shall be exercised in a manner or for a purpose which is inconsistent with the primary purposes set forth above in this Article or which is inconsistent with any other provision in these Articles of Incorporation.

Section 2. Primary Purposes.

The primary purposes for which the Corporation is organized are the following:

- A. To disseminate the truths of the Bible and to carry on such activities as contribute to that end;
- B. To purchase, lease, acquire, build, maintain and operate grounds and buildings for the purpose of developing and maintaining programs and activities which aid in the dissemination of the truths of the Bible;
- C. To maintain and operate one or more conference centers and camping centers for use by groups, organizations and persons which or who, directly or indirectly, disseminate the truths of the Bible, or which or who maintain programs and activities which aid in the dissemination of the truths of the Bible, or which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended;
- D. To promulgate, encourage or assist Christian faith, beliefs and practices;
- E. To maintain and operate Christian seminars and meetings, rallies and meeting places to train persons to minister effectively to the needs of people; and
- F. To do and undertake activities for the betterment of humankind through the principles and teachings of the Gospel of Jesus Christ.

Section 3. Powers.

The foregoing clauses are to be construed both as objects and powers; and it is hereby provided that the enumeration herein of specified objects and powers shall not be held to limit or restrict in any manner the general powers of the Corporation, subject, however, to the conditions and limitations set forth in Article II above, and subject, also, to the condition that no power or privilege shall be exercised in a manner or for a purpose which is inconsistent with the primary purposes set forth above in this Article or which is inconsistent with any other provision in these Articles of Incorporation.

ARTICLE V. MEMBERS

The Corporation shall have members. The manner of election and appointment of members and the qualifications and rights of members shall be as set forth in the Corporation's By-Laws. The Corporation's By-Laws may provide for one or more classes of members. If the By-Laws do so, the By-Laws shall provide designations for such classes, the manner of election or appointment of members of each such class, and the qualifications and rights of the members of each class.

ARTICLE VI. AFFILIATION

This Corporation is not, at the time of the incorporation of this Corporation, affiliated with any religious denomination, order or organization. Subject to such provisions, if any, as may pertain thereto in the Corporation's By-Laws, the members of the Corporation shall have the authority to cause the Corporation from time to time to affiliate or otherwise contract with one or more religious denominations, orders or organizations, but not in a manner or upon any conditions which would be in conflict with any provision of these Articles of Incorporation.

ARTICLE VII. DOCTRINAL STATEMENT

1. We believe the Bible to be the inspired, the only infallible, authoritative word of God.

2. We believe that there is one God, eternally existent in three persons: Father, Son and Holy Spirit.

3. We believe in the deity of Christ, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death, in His bodily resurrection and His ascension to the right hand of the Father, and His personal, bodily, and pre-millennial return.

4. We believe, because of the fall of man and his consequent moral depravity, in the absolute necessity of regeneration by the Holy Spirit for the salvation of anyone.

5. We believe that God has called us, as Christians, to a life of sanctification through the Holy Spirit.

6. We believe in the resurrection of both the saved and the lost; the saved unto eternal life and the lost unto eternal punishment.

7. We believe in the spiritual unity of believers in Christ.

ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 246 Homer, Donnelly, Idaho 83615, and the name of its initial registered agent at such address is Dion L. Flaming.

ARTICLE IX. MANAGEMENT VESTED IN MEMBERS; OFFICERS

Section 1. General.

The Corporation shall not have a board of directors. Instead, the management of the affairs of the Corporation shall be vested in its members. The powers of the Corporation shall be exercised, its properties controlled and its affairs conducted by the members, in accordance with, and subject to, the provisions of the Corporation's By-Laws.

Section 2. Initial Members; Principal Organizers.

The initial members of the Corporation, who are also the principal organizers of the Corporation, are the following:

<u>NAME</u>	<u>ADDRESS</u>
Dion L. Flaming	P.O. Box 455, Donnelly, Idaho 83615
Debra A. Flaming	P.O. Box 455, Donnelly, Idaho 83615

Section 3. Officers.

The officers of the Corporation, who shall be such officers as are required by law and such additional officers as may be provided for or permitted in the Corporation's By-Laws, shall be elected by the members of the Corporation at such time and in such manner as prescribed by the By-Laws.

ARTICLE X. DISSOLUTION

All property of the Corporation shall irrevocably be dedicated to the purposes of the Corporation as set forth in these Articles of Incorporation and the Corporation's By-Laws. In the event at any time any proceeding or action is instituted or undertaken to dissolve the Corporation, all property of the Corporation which remains after all debts, obligations and liabilities of the Corporation have been paid and discharged or provided for, upon such a dissolution, shall be transferred, conveyed, paid over and delivered to such organization which is then exempt from taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they then exist and which is designated by the members of the Corporation by action adopted at a meeting of the members.

ARTICLE XI. AMENDMENTS

Except upon written waiver signed by all of the then members of the Corporation, no amendment of the Articles of Incorporation of the Corporation may be voted upon unless the text of the pro-

posed amendment has been made available in written form to the members no later than the meeting at which the vote to amend occurs. To adopt an amendment, the affirmative vote of a majority of the members present at such meeting shall be required.

ARTICLE XII. INCORPORATORS

The name and address of each incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Dion L. Flaming	P.O. Box 455, Donnelly, Idaho 83615
Debra A. Flaming	P.O. Box 455, Donnelly, Idaho 83615

IN WITNESS WHEREOF, We have hereunto set our hands this 20th day of March, 1991.

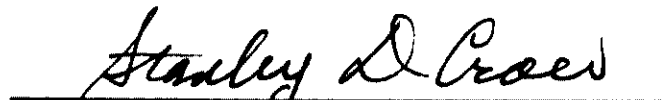

Dion L. Flaming


Debra A. Flaming

STATE OF IDAHO)
) ss.
County of Ada)

On this 20th day of March, 1991, before me, the undersigned, a Notary Public in and for said State, personally appeared DION L. FLAMING and DEBRA A. FLAMING, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same, and that they were persons over the age of eighteen years and citizens of the United States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate written.


Notary Public for the State of
Idaho, residing at Boise, Idaho.
My commission expires 1/22/94.

STATE OF IDAHO)
) ss.
County of Ada)

DEBRA A. FLAMING, being first duly sworn upon oath, deposes and says:

That I was the secretary of the meeting at which the within and foregoing Articles of Incorporation were adopted and the Directors named therein were elected.

Debra A. Flaming

SUBSCRIBED AND SWORN before me this 20th day of March, 1991.

Stanley D. Green
Notary Public for the State of
Idaho, residing at Boise, Idaho.
My commission expires 1/22/94.