

FILED/EFFECTIVE

MAY 17 1 52 PM '01

SECRETARY OF STATE  
STATE OF IDAHO

ARTICLES OF INCORPORATION  
OF  
GENESIS WORLD MISSION, INC.

In compliance with the requirements of the laws of the State of Idaho relating to nonprofit corporations, including particularly Section 30-3-17 of the *Idaho Code*, the undersigned, in order to form a non-profit corporation for the purposes hereinafter stated, does hereby adopt the following Articles of Incorporation:

ARTICLE I

Name of Corporation

The name of the Corporation shall be GENESIS WORLD MISSION, INC., hereinafter called the "Corporation."

ARTICLE II

Office

The initial principal office of the Corporation shall be located at number 10255 West Overland Road, in the city of Boise, Idaho, and the initial registered agent at said address shall be KARL NORMAN WATTS.

ARTICLE III

Purpose and Powers of the Corporation

This Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the *Internal Revenue Code*. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under either Section 501(c)(3) of the *Internal Revenue Code* or the corresponding section of any future federal tax code, or (b) by an Corporation, contributions to which are deductible under either Section 170(c)(2) of the *Internal Revenue Code* or the corresponding section of any future federal tax code.

ARTICLES OF INCORPORATION - 1.

IDAHO SECRETARY OF STATE

05/17/2001 09:00  
CK: 3497 CT: 146521 BH: 397774

1 @ 38.00 = 38.00 INC MONP # 2

C139095

Specifically, the purposes of this Corporation shall include the following:

- (a) Food and supply collection and distribution;
- (b) Organization and co-ordination of outreach teams;
- (c) Unification of christian medical community;
- (d) Support and assistance to missionaries; and
- (e) Education, training, and placement of missionaries.

In addition, this Corporation shall have any and all other powers, rights, and privileges which a corporation organized under the *Idaho Non-Profit Corporation Act* by law may now or hereafter have or exercise.

#### ARTICLE IV

##### Membership

The Corporation shall have members who shall be the stockholders of the corporation. The aggregate number of shares which the Corporation shall have the authority to issue is ONE HUNDRED THOUSAND (100,000) shares of no-par value common stock. Said shares shall be of one (1) class only.

#### ARTICLE V

##### Voting Rights

The Corporation shall have only one class of voting membership. Each member shall be entitled to one vote in all corporate matters except as provided otherwise in the Bylaws of the Corporation.

#### ARTICLE VI

##### Board of Directors

The affairs of the Corporation shall be managed by a Board of at least seven (7), but not more than fifteen (15) Directors at meetings duly held pursuant to the Bylaws and at which a quorum is present in person or by proxy. After the filing of these Articles, the size of the Board may be changed from time to time by the enactment or amendment of an appropriate Bylaw in the manner set forth in said Bylaws. A quorum shall consist of the presence of at least one-half ( $\frac{1}{2}$ ) of the Directors, either in person or by proxy.

The Board, by majority vote, shall elect and may remove any officer of the Corporation.

The initial members of the Board of Directors of the Corporation shall be as follows:

<u>NAMES</u>	<u>ADDRESSES</u>
KARL N. WATTS, M.D., Director	10416 Shadybrook Dr. Boise, Idaho 83704
TEINA Y. WATTS, Director	10416 Shadybrook Dr. Boise, Idaho 83704
SUSANNE R. DILLON, M.D., Director	4433 S. Ramona St. Meridian, Idaho 83642
ROBERT JAMES, Director	3763 Bryson Way Boise, Idaho 83713
DON STEPHENS, Director	2906 Stone Creek St. Caldwell, Idaho 84605
JULIE CLARK, P.A., Director	13195 W. Picadelly Boise, Idaho 83713
ARLENE K. HARDY, Director	2808 S. Swallowtail Ln. Boise, Idaho 83706
MARTHA A. PIERSON, Director	2320 Cadillac Dr. Meriidan, Idaho 83642
KENDRICK TWEEDT, D.C., Director	303 W. Carter St. Boise, Idaho 83706

#### ARTICLE VII

##### Dissolution

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Directors of the Corporation. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated and transferred for one or more exempt purposes within the meaning of either Section 501(c)(3) of the *Internal Revenue Code*, or any corresponding section of any future federal tax code, or shall be distributed either to the federal government, or to any state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Corporation is then located for such purposes or to such organizations as said Court shall determine, which organizations are organized and operated exclusively for such purposes.

**ARTICLE VIII**

**Duration**

Subject to the provisions of Article VII, above, the Corporation shall have a perpetual existence.

**ARTICLE IX**

**Incorporator**

The name and street address of the Incorporator of this Corporation is as follows:

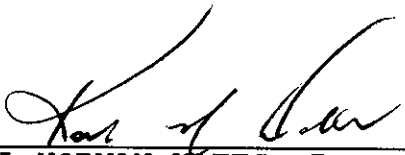
<u>NAMES</u>	<u>ADDRESSES</u>
KARL NORMAN WATTS	10255 West Overland Road Boise, Idaho 83709

**ARTICLE X**

**Amendments**

Amendments of these Articles may only be enacted in conformity with the provisions of Section 30-3-91 of the *Idaho Code*. These Articles or the Bylaws of the Corporation may only be amended by the vote of two-thirds (2/3) of the Directors, or by the vote of two-thirds (2/3) of the members, of the Corporation in accordance with Idaho law.

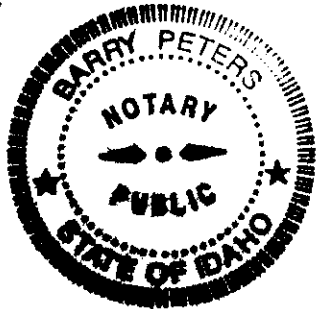
IN WITNESS WHEREOF, For the purpose of forming this corporation under the laws of the State of Idaho, the undersigned, constituting the sole Incorporator of this Corporation, has executed these Articles of Incorporation this 14th day of MAY, 1998.  
2001

  
\_\_\_\_\_  
KARL NORMAN WATTS, Incorporator

STATE OF IDAHO       )  
                              ) ss.  
County of Ada        )

On this 14<sup>th</sup> day of MAY, ~~1998~~<sup>2001</sup>, before me, the undersigned, a Notary Public in and for said County and State, personally appeared KARL NORMAN WATTS, known to me to be the person whose name is subscribed to the foregoing instrument, and who acknowledged to me that he executed the same.

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



BPL  
Notary Public for Idaho  
Residing at Eagle, Idaho  
My commission expires: 02-20-02