State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ART SOURCE GALLERY, 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 ART SOURCE GALLERY, 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: November 29, 1993

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ARTICLES OF INCORPORATION of ART SOURCE GALLERY, INC.

A Cooperative Corporation

Nov 29 2 13 PM '93 SECRETARY OF STATE

Pursuant to the provisions of the Non-Profit Corporations Act of the State of Idaho, the undersigned incorporators hereby adopt the following Articles of Incorporation:

ARTICLE 1

The name of this corporation is ART SOURCE GALLERY, INC.

ARTICLE 2

The name and address of the registered agent and registered office of this corporation is:

JOHN C. LEE 5130 VIEW DRIVE MERIDIAN, IDAHO 83642

ARTICLE 3

The objectives for which this corporation is organized are:

- 1. To provide an educational art center where the general public may view and be offered the opportunity to purchase original art works and other art related products, attend classes and seminars and be enlightened by visual arts presentations.
- 2. To provide for the membership a vehicle to exhibit their work.
- 3. To foster excellence in artistic expression.
- 4. To provide a source of education in production, presentation and promotion of their work through the cooperation of members with special talents and experiences.

ARTICLE 4

The corporation shall have members.

ARTICLE 5

The number of initial directors of the corporation shall be four (4) and the names and address of the initial directors are as follows:

John C. Lee, President 5130 View Drive Meridian, Idaho 83642

Dwight Williams, Vice President 655 E. Kingsford Meridian, Idaho 83642

Shella Hudson, Secretary 12031 W. Franklin Rd Boise, Idaho 83709

Bill Weed, Treasurer 900 E. State Boise, Idaho 83712

(Additional directors may be elected to the Board as directed by the bylaws.)

ARTICLE 6

The name and address of the incorporator of this corporation is:

John C. Lee 5130 View Drive Meridian, Idaho 83642

ARTICLE 7

Upon the dissolution of this corporation, it's assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed to it's members equally.

ARTICLE 8

The classes, rights, privileges, qualifications, and obligations of members of this corporations are as stated in the Bylaws of this corporation.

ARTICLE 9

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated__(()29/93_____

OHN C. LEE, Incorporator