

**ARTICLES OF INCORPORATION
OF
FRIENDS UNITED NETWORK, INC.**

We, the undersigned persons, acting as incorporators of a corporation under the provisions of the Idaho Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be Friends United Network, Inc.

ARTICLE II

The corporation is one which does not contemplate pecuniary gain nor profit to the incorporators, directors, or officers thereof, and is organized for non-profit purposes, and no part of any net earnings or earned surplus thereof shall inure to the benefit of any incorporator, director, officer or other private agent of said corporation.

ARTICLE III

The duration of the corporation shall be perpetual. Upon dissolution, the officers of the corporation shall proceed to wind up the affairs of the corporation, realize upon its assets, pay its debts, and distribute the remaining assets to such charitable and non-profit organization(s) as are described in the Internal Revenue Code.

ARTICLE IV

This corporation is formed for and shall be operated exclusively for the following purposes:

- 1) Operate and maintain customized programs to help mankind achieve financial independence and prosperity in order to live a more enriching and fulfilling life.
- 2) Create, manufacture, and distribute pro-environmental products to help with air and water pollution and energy conservation.
- 3) Offer various health-care discount services/products/programs through affiliate companies in order to help people find healthier ways of living.
- 4) To help other charities to fulfill their missions
- 5) Stimulate mental/emotional enrichment and growth through its new-age enlightenment and knowledge series.
- 6) Make reasonable charges for the services of the corporation.
- 7) Employ such individuals as necessary to establish and sustain the various programs of the corporation.
- 8) Do everything necessary, proper, convenient, or incidental to the accomplishments of the purposes and objectives of this corporation consistent with the Idaho Non-profit Act and Sections 501 and 170 of the Internal Revenue Code of 1954, as the same may be amended from time to time.

ARTICLE V

This corporation shall be made up of members, including a board of directors, who wish to participate in the various programs of the corporation.

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ARTICLE VI

The membership of the corporation shall consist of any individual interested in the purposes of the corporation who shall have conformed to membership rules, regulations, and any membership fees as provided for in its By-Laws.

The management of the corporation shall be vested in a CEO and a Board of Directors. The members of the Board may or may not be residents of the State of Idaho, but members of the Board must be members of the corporation. The number, qualifications, terms of office, manner of election and removal of members of the Board and authority of the Board shall be such as prescribed by the By-Laws of the corporation. The authority to make By-Laws and set Policies for the corporation is hereby vested in the Board of Directors.

ARTICLE VII

The corporation reserves the right to abandon, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute and all rights conferred upon the members of the corporation herein are granted subject to this reservation.

ARTICLE VIII

The initial registered office and the initial registered agent of the corporation at such address shall be:

Richard I. Byrne
1031 Stone Road
Blanchard, Id. 83804

ARTICLE IX

The members of the Board of Directors of this corporation shall hold office indefinitely, or until a resignation by a member of the Board is submitted in writing (or a death of a Board members occurs) at which time the vacancy may be filled by appointment by a majority vote of the remaining members of the Board of Directors. The Board of Directors at the time of incorporation shall be in namer and name as follows:

Richard I. Byrne	1031 Stone Road	Blanchard, Id. 83804
Stuart Byrne	750 Highland Dr. #217	Ojai, Ca. 93023
Cheryl Perkins	1031 Stone Road	Blanchard, Id. 83804

ARTICLE X

The names and addresses of each of the incorporators are as follows:

Richard I. Byrne	1031 Stone Road	Blanchard, Id. 83804
Cheryl Perkins	1031 Stone Road	Blanchard, Id. 83804

ARTICLE XI

Friends United Network, Inc. is organized exclusively for charitable and educational purposes, including making distributions to organizations that qualify as exempt organizations under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make spayments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the organization shall not

participate in, or intervene in, (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distribution 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, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

These Articles of Incorporation ratified this 5th day of September, 2002 by unanimous vote of the Board of Directors.

Cheryl Perkins

Richard J. Byrne

SUBSCRIBED AND SWORN TO before me
this 24 day of September, 2002.

Michael T. Powell
NOTARY PUBLIC in and for the State of
Washington, County of Spokane.

My Commission expires 4-01-05.

