

ARTICLES OF INCORPORATION
OF
VICTORY BAPTIST CHURCH, INC

ARTICLE I: The name of this corporation shall be **VICTORY BAPTIST CHURCH, INC.**

ARTICLE II: This corporation is organized as a charitable nonprofit corporation for the following purpose or purposes:

- (a) To conduct a protestant Christian church and Christian education program and to do all things and take any and all actions necessary to teach and spread the Word of God and the Gospel of Jesus Christ;
- (b) to be a part of the Southern Baptist Convention, denomination of churches, for the purpose of mutual assistance and cooperation;
- (c) to acquire and hold title to real and personal property for the purposes set forth in subsection (a) above;
- (d) to enter into contracts for the purposes set forth in subsection (a) above and to receive and accept gifts;
- (e) to hold and administer any trust funds and other funds for general and special purposes;
- (f) to take any other actions and conduct any other operations connected to or associated with the purpose and nature of a Baptist Church.

ARTICLE III: This corporation is organized exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and the laws of the State of Idaho. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or that would cause it to lose its tax-exempt status. No part of the net earnings of the corporation shall inure to the benefit of any member. Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts or obligations of the organization, the remaining assets shall be distributed to the Eastern Idaho Southern Baptist Association, or any successor organization so long as it qualifies as being a nonprofit fund, foundation or corporation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. In the event that there is no successor organization or it fails to qualify as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code, then all such assets shall be distributed to the Idaho Southern Baptist Convention, or if there is no such organization, then to the Utah Idaho Southern Baptist Convention, or any successor organization that qualifies for tax exempt status under Section 501(c)(3) of the Internal Revenue Code. If none of those organizations or successor organization thereto are in existence, the assets shall be distributed to an eligible non-profit fund, foundation or corporation to be selected by the membership of the corporation.

ARTICLE IV: The existence of this corporation shall be perpetual.

ARTICLE V: The management of the corporation shall be vested in the members of the corporation as is further set forth in the By-Laws of the corporation.

ARTICLE VI: The post office address of the corporation's initial registered office is 448 S Main, Malad, ID 83252. The corporation's initial registered agent shall be Jack Marwell at that address.

ARTICLE VII: The corporation shall be managed by its members.

ARTICLE VIII: These Articles of Incorporation shall be amended only upon the adoption of a resolution setting forth the proposed amendment by 2/3 majority vote of the members having voting rights as set forth in the By-Laws of the corporation.

ARTICLE IX: This corporation, and any services, facilities or programs, shall admit clients of any race and accord to them all the rights and privileges made available to its members and does not discriminate on the basis of race, color and/or national or ethnic origin.

ARTICLE X: The name and address of each initial incorporator of this corporation is:

1. Jack Harwell 446 S Main, Malad, ID 83252
2. James J. Mustos P.O. Box 44, Malad, ID 83252
3. Teresa Stromberg 234 Samaria Lane, Malad, ID 83252
4. Jason Hornecker 465 N. Main Street, Malad, ID 83252

DATED this day of August, 2008.

Jack Harwell
Jack Harwell

James J. Mustos
James J. Mustos

Teresa Stromberg
Teresa Stromberg

Jason Hornecker
Jason Hornecker