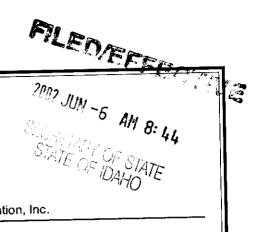
ARTICLES OF INCORPORATION

(Non-Profit)

(Instructions on back of application)

The undersigned, in order to form a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submits the following articles of incorporation to the Secretary of State.



	The same of t	the corporation shall be: Panhandle Alliance for Education, Inc.	
rticle 1:	The name of t	tile corporation shall be.	
		for which the corporation is organized is: To provide grants-in-aid of pu	ıblic education
ticle 2:	The purpose	for which the corporation is organized is.	
	students and	d programs and to provide other financial support of public education.	naint ID 83864
	The street ac	ddress of the registered office is: 316 N. Second Ave., Suite C-2, Sand	JOINT, 1D 03004
		and the registered agent at such address is: William M. Berg	
		_ and the registered agent at the names on	d addresses of the
Article 4: initial	The board of directors shall consist of no fewer than three (3) people. The names and addresses of the directors are: William M. Berg, 316 N. Second Ave., Suite C-2, Sandpoint, ID 83864		
	directors are.	Doug B. Marks, P.O. Box 1049, Sandpoint, ID 83864	
		Tom Scott, One Coldwater Creek Drive, Sandpoint, ID 83864	
Article 5:	The name(s)	and address(es) of the incorporator(s):	
	The name(s)	William M. Berg	
		316 N. Second Ave., Suite C-2	
		Sandpoint, ID 83864	
		ation (does odes not) have voting members.	
rticle 8:	Upon dissolu See attach	lution the assets shall be distributed:	
	See attachi	ieu.	
	 		
Signatur	re of all incorp	porators: Customer Acct #:	
W	mts	Typed Name: William M. Berg (if using pre-paid account)	al commence (Alexandra) (Alexa
			tate use only
	- — · — · — ·	Typed Name:	
		Typed Name: Typed Name:	
		Typed Name:	
			0 SECRETARY OF STATE 6/2002 05:0 7 Ct: 12757 BH: 4788

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- 1. Article 8: Upon dissolution of the organization, all remaining assets shall be given to another 501(c)(3) exempt organization.
 - a. 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 payments 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 propaganda, 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.
 - b. Upon the dissolution of the organization, assets shall be distributed 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 a public purpose.