

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

PEOPLE FOR SPECIAL PEOPLE, 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 _____

PEOPLE FOR SPECIAL PEOPLE, 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 June 19, 19 86.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
PEOPLE FOR SPECIAL PEOPLE, INC.

RECORDED
SEC. OF STATE
85 JUN 19 09 10 14

ARTICLE 1

NAME

The name of the Corporation (hereinafter called the Corporation) People For Special People, Inc.

ARTICLE II

REGISTERED OFFICE AND AGENT

The initial registered office for the Corporation is 96 Birch Avenue, Rexburg, Idaho 83440. The initial registered agent is J. Al Forbis.

ARTICLE III

NON-PROFIT CORPORATION

This Corporation is organized pursuant to the General Non-Profit Corporation Law of the State of Idaho. The funds of this Corporation, regardless of the source thereof, shall be used exclusively in the promotion of the affairs and purposes of the Corporation in such manner as the Board of Directors may from time to time determine. No part of the net earnings, if any, of this Corporation shall be distributed to or inure to the benefit of any of its members or to the benefit of any private individual.

ARTICLE IV

PURPOSE AND POWERS OF THE CORPORATION

The specific primary purposes for which the Corporation is formed is to carry on the business transactions of the People for Special People, Inc.

In furtherance of said purposes this Corporation shall have the power to:

- (a) perform all of the duties and obligations related to ownership and maintenance of the People for Special People, Inc.
- (b) fix, levy, collect and enforce payment by any lawful

means, all charges or assessments made upon shareholders for maintenance of the People for Special People, Inc., to pay all expenses in connection therewith and other expenses incident, including all licenses, taxes or governmental charges levied or imposed against the property or the Corporation; to contract for material, or services for maintenance of the People for Special People, Inc., and to do all things necessary to further these powers.

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, or otherwise dispose of real or personal property in connection with the affairs of the Corporation.

(d) Borrow money, and only with the assent (by vote or written consent) of two-thirds (2/3) of each class of members to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) have and to exercise any and all powers, rights, and privileges which a Corporation organized under the General Non-Profit Corporation Law of the State of Idaho by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

The authorized number and qualifications of members of the Corporation, voting and other rights and privileges of members, and their liability to dues, fees and assessments and the method of collection thereof, shall be as set forth in the By-Laws of the Corporation.

ARTICLE VI

BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed and controlled by a Board of Directors. The original number of Board of Directors shall be 5; however, the By-Laws of the Corporation shall provide for an increase or decrease in their number, provided that the number of directors shall not be less than three (3). The names and post office addresses of the Incorporator and original members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
J. Al Forbis	96 Birch Ave., Rexburg, Idaho, 83440
Don L. Crow	Box 37, Teton City, Idaho, 83451
John Blower	Rt.#1, Box 49 A, St. Anthony, Idaho
Jimmy Moore	Teton City, Idaho, 83451
Penny J. Stanford	109 N. 2nd W., St. Anthony, Idaho

The Board of Directors shall be elected by the members at the annual meeting of the Corporation to be held on such date as the By-Laws may provide, and shall hold office until their successors are respectively elected and qualified. The By-Laws shall specify the number of directors necessary to constitute a quorum. The Board of Directors is authorized to make, alter, or repeal the By-Laws of the Corporation.

ARTICLE VII

DISSOLUTION

If this Corporation is dissolved by lapse of renewal of the corporate license, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization organized and operated for such similar purpose or to the members of the Corporation.

ARTICLE VIII

DURATION

The Corporation shall exist perpetually.

ARTICLE IX

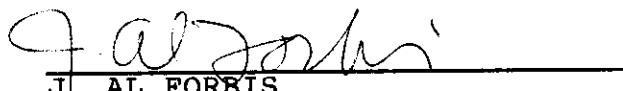
AMENDMENTS

Amendment of these Articles shall require the assent (by vote or written consent) of members representing fifty percent (50%) or more of the voting power.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Idaho, I, the undersigned, the Incorporator of this Corporation, have executed these Articles of Incorporation this 1st day of June, 1986.



DON CROW
148 North Center, Teton, Idaho



J. AL FORBIS
96 Birch Avenue, Rexburg, Idaho