

FILED EFFECTIVE

10 MAY 13 AM 8:14

ARTICLES OF INCORPORATION
OF
WILLOW TREE, INCORPORATED

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS that We, being over the age of 18 years, for the purpose of forming a corporation under and pursuant to the provisions of the Idaho Business Corporations Act, do hereby associate ourselves as a body corporate and adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of this corporation shall be **WILLOW TREE**, Incorporated

ARTICLE II
NOT FOR PROFIT

The corporation is a nonprofit corporation under the laws of the State of Idaho. The corporation is not formed for pecuniary profit. No part of the Board of Directors, members or volunteers, except to the extent permissible under law and subject to another restrictions herein contained.

IDAHO SECRETARY OF STATE
05/13/2010 08:00
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ARTICLE III DURATION

The duration of this corporation shall be perpetual.

ARTICLE IV REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's initial registered office in the State of Idaho is P.O. Box 97, 210 Market Street, Albion, Idaho 83311. The name of the corporation's registered agent shall be Tressa Toner.

ARTICLE V PURPOSES

To exercise all rights and powers conferred by the laws of the State of Idaho upon nonprofit corporations except as herein limited.

Generally, it is the intent and purposes for which this corporation is formed are to promote, encourage, and increase the public's knowledge and appreciation of religious history, promote family unity through music, religious publications and missionary programs; to foster spiritual growth and hope through motivational speaking and publications to aid in the recovery of abuse;

and carry out all other purposes necessary or incident to the above. All of the above purposes are meant to be exclusively charitable, educational, or literary within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954, as may be amended from time to time.

All of this corporation's property and all of its net earning shall be distributed, used and applied at the discretion of its members in such amount and at such times as its members may determine for the purposes for which this corporation was created; provided, however, that no part of the net earnings shall inure to the benefit of any private member or individual.

ARTICLE VI LIMITATIONS

No part of the net earnings of the corporation shall insure to the benefit of or be distributable to its Board of Directors or volunteers, but the corporation 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 herein.

It is agreed and stated that, upon liquidation or otherwise, no net

earnings, no uncommitted net funds or other assets of any kind may be distributed to any members or officers of the corporation; but, rather shall be distributed to another non-profit corporation or other qualified non-profit entity having goals or purposes which the Board of Directors deems to be consistent with those of this corporation, which entity shall be qualified to operate under Section 501(c)(3) of the Internal Revenue Code.

This corporation is organized exclusively for charitable, educational and other purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any provision of the articles, this corporation shall not have the power to devote any substantial part of its activities to the carrying out of propaganda or otherwise attempting to influence legislation, nor shall the corporation have the power to participate in (including the publishing and distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision the Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future

United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE VII BOARD OF DIRECTORS

The general management of the affairs of this corporation shall be vested in the directors of the corporation. The names and addresses of each initial Board Member is as follows:

Kimberly Jo Smith
PO Box 97
Albion, ID 83311

Bryan Dale Davis
PO Box 97
Albion, ID 83311

Leahna Sue Davis
PO Box 97
Albion, ID 83311

Tressa Toner
PO Box 97
Albion, ID 83311

The term in office of the first directors shall be in the first meeting of the incorporators and first Board of Directors. The number of subsequent directors and their qualifications, manner of election and tenure of office shall be specified in the bylaws, subject to the limitation that the number of directors shall

not be less than four.

ARTICLE VIII MEMBERS

There Shall be two classes or categories of members of the corporation.

1. **Voting Members:** Voting members of the corporation shall consist of such persons who make due application for membership, are appointed or elected as members by the Board of Directors and are held to be in good standing as defined in the by-laws.

2. **Non-voting Members:** Person who make due application for membership can be non-voting or associate members of the corporation and can also be referred to as "volunteers". Individuals who make contributions or donations of cash or materials to and for the use of the corporation are "contributors" or "patrons", but are neither members nor non-voting members without making application and qualifying as above stated.

ARTICLE IX OFFICERS

The officers of the corporation shall consist of such other officers as

the Board may designate or as may be provided for in the By-laws.

ARTICLE X BYLAWS

The Bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XI AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Board of Directors are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Idaho, as amended from time to time, unless more specific provisions for amendments are adopted by the corporation pursuant to law.

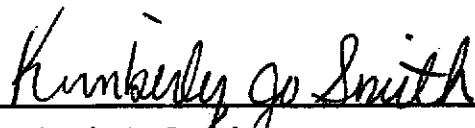
ARTICLE XII NONSTOCK BASIS

This corporation is organized on a nonstick basis. This corporation shall not issue shares of stock.

ARTICLE XIII DISSOLUTION

Upon liquidation or dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets and property shall, after payment of or provision of its liabilities, be distributed to an organization itself is a non-profit foundation or corporation operated exclusively for promotion of religious history, missionary programs, religious publications or educational purposes, which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code. In no event shall any of the net assets or property of the corporation vest in or be distributed to any private member or individual.

IN WITNESS WHEREOF, WE have hereunto set our hands and seals
this 11 day of May, 2010.



Kimberly Jo Smith

Bryan D. Davis

Bryan Dale Davis

Leahna S. Davis

Leahna Sue Davis

Tressa Toner

Tressa Toner