

FILED EFFECTIVE

SECRETARY OF STATE  
STATE OF IDAHO

Section 3. Exempt Status. This corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the corporation is distributable to, or inures to the benefit of its directors or officers except to the extent permitted under the Idaho Non-Profit Corporation Act. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any provision of these Articles of Incorporation, the corporation shall not carry on any other activity not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3).

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501 (c) (3) of the Internal Revenue Code of 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue law).

## ARTICLE V

This corporation shall have no members.

## ARTICLE VI

This corporation is not a church and the management of its affairs shall be vested in the Board of Directors.

## ARTICLES VII

The street address of its initial registered office is: 626 North Westside Hwy., Dayton, Idaho, 83232, and the name of its initial registered agent at such address is: Melvin E. Beutler.

## ARTICLES VIII

### Directors

Section 1. Number. The number of directors of such corporation constituting the initial Board of Directors shall be five (5), which number may be increased from time to time, by resolution of the Board of Trustees of school District No. 202.

Section 2. Manner of Selection. The manner of selecting members of the Board of Directors of the corporation (with the exception of one member) and of filling vacancies on said board shall be by appointment by the Board of Trustees of School District No. 202, 626 North Westside Hwy., Dayton, Idaho, 83232, and upon the recommendation of the Board of Directors of the corporation. However, one of the directors shall be the vice-chairman of the Board of Trustees of School District No. 202.

Section 3. Term. All directors shall serve for a period of three (3) years, except the vice-chairman of the Board of Trustees, who shall serve during his/her tenure of said office; provided, however, that the initial directors shall be divided into three (3) classes whose terms of office shall expire at different times, but no term shall continue longer than three (3) years.

All directors shall serve until the expiration of their respective terms and until their respective successors are elected and qualified. Directors may be appointed or elected to successive terms.

Section 4. Vacancies. Vacancies for the unexpired term of any director shall be appointed by the Board of Trustees of School District No. 202 upon the recommendation of the Board of Directors.

Section 5. Initial Board of Directors. The name and street addresses of the initial Board of Directors are as follows:

Tyler Bowles, 4856 West 100 South, Weston, Idaho 83286  
Melvin Beutler, 626 North Westside Hwy., Dayton, Idaho 83232  
Sherry Phillips, 626 North Westside Hwy., Dayton, Idaho 83232  
Brian Mendenhall, 626 North Westside Hwy., Dayton, Idaho 83232  
Bruce Winward, 4726 West Hwy. 36, Dayton, Idaho 83232

#### ARTICLE IX

The name and street address of the incorporator is: Melvin E. Beutler, 626 North Westside Highway, Dayton, Idaho 83232.

#### ARTICLE X

The power to make, alter, amend or appeal the bylaws of this corporation shall be vested in its Board of Directors, and the bylaws may contain any provision for the regulation and management of the affairs of this corporation not inconsistent with these Articles of Incorporation and the laws of the State of Idaho.

#### ARTICLE XI

In the event of dissolution of the West Side School District #202 Education Foundation, Incorporated, all assets will be distributed to the West Side School District #202.

#### ARTICLE XII

The power to amend these Articles of Incorporation is expressly conferred upon the Board of Directors.

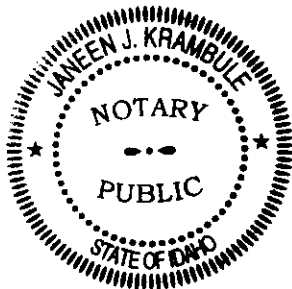
DATED this 4<sup>th</sup> day of April, 2006.

A handwritten signature in cursive script, reading "Sherry Phillips", is written over a horizontal line.

STATE OF IDAHO

County of Franklin

I, Janeen J. Krambule, a notary public, do hereby certify that on this 4th day of April, 2006, personally appeared before me Sherry Phillips who being by me first duly sworn, declared that he signed the foregoing document as Secretary of the corporation and that statements therein contained are true.



Janeen J. Krambule  
NOTARY PUBLIC FOR IDAHO  
Residing at: Preston, ID  
My Commission Expires:

**MY COMMISSION EXPIRES**  
**September 30, 2010**  
**BONDED THRU NOTARY PUBLIC UNDERWRITERS**