

# State of Idaho

## Department of State

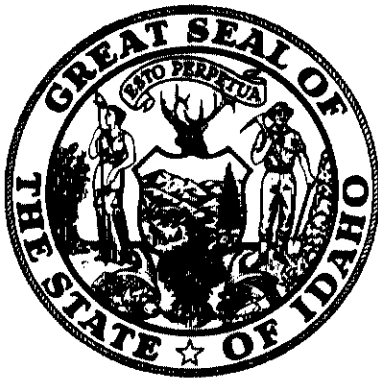
### CERTIFICATE OF INCORPORATION OF

PEOPLE FOR 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 the above named corporation, duly signed pursuant to the provisions of the Idaho Business 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: March 27, 1990



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Elizabeth M. Fabala*

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ARTICLES OF INCORPORATION  
OF  
PEOPLE FOR PEOPLE, INC.

WE, THE UNDERSIGNED natural persons of the age of twenty-one years or more, acting as Incorporators of a non-profit corporation under the Idaho Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I: NAME

The name of this Corporation is: PEOPLE FOR PEOPLE, INC.

ARTICLE II: DURATION

The period of duration of this Corporation is perpetual.

ARTICLE III: PURPOSES

The purpose for which this Corporation is organized is to educate youth and parents concerning, to promote prevention of, and to work for the solution of problems resulting from drug and other illegal substance abuse.

To carry out this purpose, the corporation shall work to establish:

A. A network of concerned citizens that would meet twice a year to review existing programs, update needs chart for community, and evaluate those needs and ways to fill them.

B. A central place that concerned citizens may obtain information.

C. A research coordinator to make an outline of problems and concerns, put together a resource report and update, to keep current a resource card file, and to help find, form or create needed programs.

D. Funding, and to make application for funding grants, and other programs.

E. Youth to youth communication for influencing positive, healthy lifestyles.

F. A two-day camp to teach teens how to survive in our world, to include physical, emotional, and spiritual goal setting.

G. Peer leader training.

H. School activities, assemblies, community programs, and outreach to youth.

I. High moral standards training.

J. A family survivor program for kids, ages 6 through 10 from high risk families, to learn basic survival skills in areas of physical, emotional, and practical needs, decision making, emergency preparedness, and coordinated parent classes.

This corporation shall also be empowered to do any and all things that may be incident to or conducive of the aforesaid objectives, or any of them, and exercise all other usual and lawful powers of corporate bodies consistent with the laws of this State, except as herein prohibited or forbidden or restricted by the Bylaws of this Corporation, and to do all things and to engage in all lawful transactions which a corporation organized under the laws of the State of Idaho might do or engage in, even though not expressly stated herein.

#### ARTICLE IV: DIRECTORS

The affairs of the Corporation are to be managed by the Board of Directors which shall consist of three to eight members. The Board of

Directors shall be elected by the voting membership at the annual meeting of the members and shall hold office for three years or until their successors are elected in accordance with the provisions of the Bylaws. The Directors who shall serve until the first annual meeting of the members of this Corporation or until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
TANA BARRETT	785 Canyon View Drive Hyrum, Utah 84319
CLOTEELE DAHLE	21 East 5th South Preston, Idaho 83263
TINA STEWART	10 West 2nd North Weston, Idaho 83286
DAVID FRYAR	218 North 1st East Preston, Idaho 83263
MICKIE MATHEWS	785 South State Preston, Idaho 83263
ECHO STOCKS	701 South State Preston, Idaho 83263

#### ARTICLE V - OFFICERS

The Board of Directors of the Corporation will elect a President, a Vice President, a Secretary, and a Treasurer, and such other officers and assistant officers as may be deemed necessary at the first meeting of the Board of Directors after this Corporation commenced to legally exist. The offices of Secretary and Treasurer may be combined. Each officer shall hold office for a term of one year or until his successor is elected and qualified pursuant to the Bylaws.

#### ARTICLE VI - STOCK

Section 1: The Corporation shall have no capital stock, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

Section 2: The membership of this Corporation shall consist of the incorporators hereof and such other natural persons who shall possess the qualification and duly apply for membership as prescribed in the Bylaws and who shall be approved by the Board of Directors.

Section 3: Membership shall represent the right to share with all other members in the use of the facilities and assets of the Corporation, subject to the provisions of the Bylaws and regulations adopted by the Board of Directors and from time to time duly amend and/or supplemented.

#### ARTICLE VII - QUALIFICATIONS

Further provisions for the management of this Corporation, the qualifications for membership, the conduct of its affairs, and the powers, duties, and privileges of its directors, officers, committees, and membership shall be as set forth in the Bylaws and any amendments thereof.

#### ARTICLE VIII - PROHIBITION AGAINST SPECIFIED ACTIVITIES

Notwithstanding any other provision of these 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 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 IX - PROHIBITION AGAINST POLITICAL ACTIVITIES

No substantial part of the activities of the corporation shall be devoted to the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

ARTICLE X - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the Sixth Judicial District, of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI - REGISTERED OFFICE

The name and address of the initial registered office of the Corporation is:

PEOPLE FOR PEOPLE, INC.  
c/o Mickie Mathews  
785 South State  
Preston, Idaho 83263


ARTICLE IX - INCORPORATORS

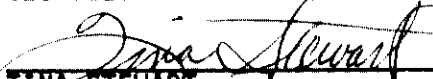
The name and address of each incorporator is:


<u>NAME</u>	<u>ADDRESS</u>
CLOTEELE DAHLE	21 East 5th South Preston, Idaho 83263
TINA STEWART	10 West 2nd North Weston, Idaho 83286
DAVID FRYAR	218 North 1st East Preston, Idaho 83263
MICKIE MATHEWS	785 South State Preston, Idaho 83263
ECHO STOCKS	701 South State Preston, Idaho 83263

DATED this 23<sup>rd</sup> day of March, 1990.

INCORPORATORS:

  
CLOTEELE DAHLE

  
TINA STEWART

  
DAVID FRYAR

  
MICKIE MATHEWS

  
ECHO STOCKS

STATE OF IDAHO )  
 ) ss.  
COUNTY OF FRANKLIN )

On this 29<sup>th</sup> day of March, 1990, before me, a Notary Public, in and for said State, personally appeared CLOTEELE DAHLE, TINA STEWART, DAVID FRYAR, MICKIE MATHEWS, and ECHO STOCKS, known or identified to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

*[Signature]*  
NOTARY PUBLIC  
Residing at: Idaho  
My Commission Expires: 7-7-94  
KAY JENSEN