

FILED EFFECTIVE

ARTICLES OF INCORPORATION
OF
THE FOUNTAIN, A CHILD'S PLACE, INC.

2008 JUN -6 AM 8:52

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, title 30, Chapter III, Idaho code (the "Act"), adopt the following articles of incorporation ("Articles").

Article I. Name

The name of this Corporation shall be The Fountain, A Child's Place, Inc.

Article II. Registered Office and Agent

The Corporation is located in Caldwell, Idaho with the Registered Office address being 18637 Tucker Rd. Caldwell, Id. 83607 and Paul Harding is listed as the Agent.

Article III. Nonprofit Status

The Corporation is a nonprofit corporation.

Article IV. Mission

The Fountain, A Child's Place, Inc. function is to provide a community of Christ centered families that are equipped to provide safe, nurturing, and long term homes to children placed in the foster system so they will be strengthened, encouraged, counseled, and educated to live a healthy life within a family.

Article V. Corporate Purposes

The purposes for which the Corporation is organized and will be operated are as follows:

The Fountain, A Child's place, Inc. strives to strengthen Children and their families by:

- Providing committed foster families to foster children of all ages
- Providing therapeutic foster families to those who have special needs
- Providing foster families to pregnant and parenting teens
- Provide transitional housing for foster children leaving the system
- Providing support of foster children reunifying with their biological parents

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- Providing biblical counseling , mentoring , and parenting classes to biological parents trying to reunify with their children
- Offering a safe and supervised area for visitations
- Certifying parents to become foster parents
- Supporting and training for foster parents
- Providing safe and equipped housing for foster children
- Strengthening children's abilities to cope and manage daily activities through biblical counseling and positive affirmations
- Providing animal therapy
- Encouraging children to improve their academic and social skills
- Providing education and hands on training of specific trades and college preparation
- Providing after school tutoring and computer skills
- Providing education for independent living skills
- Offering structured indoor and outdoor activities
- Providing childcare and respite care
- Providing preschool classes
- Recruiting, training, supporting, and retaining quality volunteers and staff members
- Partnering with existing quality community-based and faith-based programs to supply a large range of services for all parties involved

Article VI. Limitations

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. No part of the earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons except that 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 in **Article V** hereof.
2. No substantial part of the activities of the Corporation shall be for 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.
3. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended from time to time.

Article VII. No Members

The Corporation shall not have any members.

Article VIII. Liability/Board of Directors

No officer or director of this Corporation shall be personally liable for the debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property of the officers or directors be subject to the payment of the debts or obligations of this Corporation.

The Corporation shall indemnify any director, officer, or former director or officer of the Corporation against expenses actually and reasonably incurred by him/her in connection with the defense of any action, suit, or proceeding, civil or criminal, in which he/she is made a party by reason of having been a director or officer, except in relation to matters as to which he/she is adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation; and to make any other indemnification that is authorized by the Bylaws.

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors to serve on the Board of Directors shall be fixed to accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed by the existing Directors of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

Steve and Julie Thompson, 68 N. Jefferson Place, Nampa, Idaho 83651
Paul and RuthAnn Harding, 18637 Tucker Road, Caldwell, Idaho, 83605
Bruce and Lita Wallace, 2165 N. Capecod Way, Meridian, Idaho, 83646
Greg and Shannon Foust, 11949 W. Trinity Avenue, Nampa, Idaho, 83651

Article IX. Mailing Address of Corporation

The mailing address of the Corporation shall be 68 N. Jefferson Place, Nampa, Idaho, 83651

Article X. Funds and Properties

All funds and properties received by this Corporation shall be used in the first instance, or shall be invested and the income therefrom used, after payment of necessary expenses, for the exclusive objects and purposes set forth in these Articles of Incorporation as deemed advisable by the Board of Directors.

Article XI. Bylaws

These Articles of Incorporation can be altered, amended, or replaced by the Board of Directors at any regular or special meeting, as provided for in the Bylaws of the Corporation. The Board of Directors of

the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Directors.

Article XII. Duration/Dissolution

The duration of the corporate existence shall be perpetual until dissolution.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets (real and personal property) of the Corporation consistent with the purposes of the Corporation. In doing so, the Board of Directors shall distribute such assets among nonprofit organizations as shall at that time qualify as exempt organizations under Section 501(C)(3) of the Internal Revenue code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principle office of the Corporation is then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

Article XIII. Incorporators

In witness whereof, we, the undersigned, have hereunto subscribed our names for the purpose of forming the corporation under the laws of the State of Idaho and certify we executed these Articles of Incorporation this June 2nd of, 2008.

Julie Thompson
Signature (Incorporator 1)

68 N. Jefferson Place, Nampa, Idaho, 83651
Address, City, State, Zip

Paul Harding
Signature (Incorporator 2)

18637 Tucker Road, Caldwell, Idaho, 83607
Address, City, State, Zip

[Signature]
Signature (Incorporator 3)

11949 W. Trinity Avenue, Nampa, Idaho, 83651
Address, City, State, Zip