



**AZ CORPORATION COMMISSION
FILED**

**DO NOT PUBLISH
THIS SECTION**

JAN 31 2007

**ARTICLES OF INCORPORATION
OF A TAX-EXEMPT**

ARTICLE 1

If you are the holder or assignee of a tradename or trademark, attach Declaration of Tradename Holder form.

FILE NO. 134928-D

(Arizona Non-Profit Corporation)

1. Name: The Name of the Corporation is _____

Student Impact International

ARTICLES 2

The Internal Revenue Code places certain restrictions upon the purpose of a tax exempt non profit corporation. Please refer to Federal Publication #557 available at your local IRS office, before completing this article.

2. Purpose: The purpose for which the corporation is organized is: EVANGELIZE youth and ASSIST Christian Leaders in REACHING youth

3. Character of Affairs: The character of affairs of the corporation will be: EVANGELIZE the youth and student culture, ASSIST Christian Students and leaders to achieve spiritual maturity and otherwise spread the Christian message to the people of America and the world.

ARTICLE 3

The name cannot imply that the corporation is organized for any character of affairs other than the initial business indicated in this article.

4. No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, 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 2. 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, or intervene in (including the publishing or distribution of statements,) any political campaign on behalf of any candidate for public office. 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 5013c 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 170c2 of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Laws).

ARTICLE 4

This Articles is included for the purpose of obtaining tax-exempt status with the IRS and to comply with A.R.S. §10-2326. If the corporation intends to apply for tax-exempt status, you will need to cite the specific Section of the IRS code, as amended, under which the corporation plans to organize. For further information please refer to publication #557.

5. 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 its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 5013c of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principle office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE 5

Insert applicable Section number of the IRS Code. See Article 5.

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ARTICLE 6

This provision is not mandatory. See A.R.S. §10-3302.14.

ARTICLE 7

A minimum of 1 director is required.

Name:

Address:

City, State, Zip:

Name:

Address:

City, State, Zip:

ARTICLE 8

May be in care of the statutory agent.

ARTICLE 9

The statutory agent must provide both a physical and mailing address. If statutory agent has a P.O. Box, then they must also provide a physical description of their street address/location.

Name:

Address:

City, State, Zip:

ARTICLE 10

A minimum of 1 incorporator is required. All incorporators must sign both the Articles of Incorporation and the Certificate of Disclosure.

6. The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

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7. Board of Directors The initial board of directors shall consist of 3 director(s). The name(s) and address(es) of the person(s) who is(are) to serve as the director(s) until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has no members, or until his(her)(their) successor(s) is(are) elected and qualifies is(are):

Charles E. Klein

710 Willow Glen, Escondido, CA 92025

Clare M. Klein

710 Willow Glen, Escondido, CA 92025

Chris Renzelman

P.O. Box 2515, Renton, Wash 98056

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

8. Known Place of Business. (In Arizona) The street address of the known place of business of the Corporation is:

13229 West Peck Drive

Litchfield Park, Az 85340

9. Statutory Agent. (In Arizona) The name and address of the statutory agent of the Corporation is:

Gary Brown

13229 West Peck Drive

Litchfield Park, Az 85340

10. Incorporators. The name(s) and address(es) of the incorporator(s) is (are):

Charles E. Klein

710 Willow Glen, Escondido, CA 92025

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

11. ☒ (check this box, if this provision will apply to your corporation.)

DISCRIMINATION: The corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

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ARTICLE 12

The Articles must indicate
if the corporation will, or
will not have members.

12. MEMBERS (Check One)

The corporation _____ will X will not have members.

-1341928.0

EXECUTED this 31 day of JANUARY, 2007 by all of the
incorporators.

Signed: Charles E. Klein

Charles E. Klein

[Print Name Here]

[Print Name Here]

Phone and fax numbers
are optional

PHONE 760 445 0950

FAX 760 839 5979

The agent must consent to
the appointment by
executing the consent.

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of
the above-named corporation effective this 31 day of JANUARY,
2007.

Signed

Gary K. Brown

Gary K. Brown

[Print Name Here]

The Articles must be
accompanied by a
Certificate of Disclosure.
executed within 30 days
of delivery to the
Commission, by all
incorporators.

[If signing on behalf of a company serving as statutory
agent, print company name here]

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.

Student Impact International
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction?; or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes No X

B. IF YES, the following information MUST be attached:

1. Full name and prior name(s) used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

- C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any other corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

Yes No X

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency and the file or cause number of the case.

D. The fiscal year end adopted by the corporation is ~~12/31~~ 12/31

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY Charles E. Klein DATE 1/31/07 BY DATE
TITLE President TITLE

BY DATE BY DATE
TITLE TITLE

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four Incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.