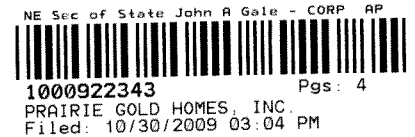


ARTICLES OF INCORPORATION
OF
PRAIRIE GOLD HOMES, INC.



ARTICLE I

NAME

The name of the Corporation is Prairie Gold Homes, Inc.

ARTICLE II

DURATION

The period of the Corporation's existence is perpetual.

ARTICLE III

PURPOSES

(a) The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), and is not organized for the private gain of any person.

(b) The specific purposes for which the Corporation is organized are as follows:

(i) To assist in the education and rehabilitation of individuals under correctional supervision in the State of Nebraska, preparing them for reintegration into the community through job training programs allowing them to learn and develop skills in the construction and related trades, including, without limitation, job training programs involving the development, construction and sale of affordable residential housing and commercial facilities;

(ii) To transact any and all lawful business for which nonprofit corporations may be incorporated under the laws of the State of Nebraska, to the extent that such business may be conducted by organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal revenue Law (the "Code").

(iii) To do everything necessary, proper, advisable and convenient for the accomplishment of the purposes set forth above, and to do all other things incidental thereto or connected therewith which are not forbidden by the laws of the State of Nebraska or by these Articles of Incorporation.

ARTICLE IV

POWERS

The Corporation shall have and exercise all powers and rights conferred upon nonprofit corporations by the Nebraska Nonprofit Corporation Act and any enlargement of such powers conferred by subsequent legislative acts. In addition, the Corporation shall have and exercise all powers and rights not otherwise denied nonprofit corporations by the laws of the State of Nebraska which are necessary, proper, advisable or convenient for the accomplishment of the purposes set forth above in Article III. 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 that qualifies as an exempt organization under Section 501(c)(3) of the Code or a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE V

BYLAWS TO REGULATE INTERNAL AFFAIRS

The Bylaws of the Corporation shall regulate the internal affairs of the Corporation, except any provisions hereinafter set forth for the distribution of assets on dissolution or final liquidation.

ARTICLE VI

DISTRIBUTION OF ASSETS ON DISSOLUTION OR FINAL LIQUIDATION

The Corporation is irrevocably dedicated to and operated exclusively for the purposes above stated, and no part of the net income of the Corporation shall be distributed or inure to the benefit of any private individual; provided, however, that the Corporation may pay reasonable compensation for services rendered and make payments and distributions which further the purposes set forth in Article III. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner as shall at that time qualify under Section 501(c)(3) of the Code, or to such organization or organizations as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, or to the federal government, or to a state or local government, for a public purpose, as the Board of Directors shall determine.

ARTICLE VII

NO POWER TO INFLUENCE LEGISLATION

The Corporation shall not participate or intervene in any political campaign for or against any candidate for public office or devote a substantial part of its activities to carrying on propaganda or otherwise attempting to influence legislation.

ARTICLE VIII

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1230 "O" Street, Suite 240, Lincoln, NE 68508 and the name of its registered agent at such address is Robert Peterson.

ARTICLE IX

NO MEMBERS

The Corporation shall have no members.

ARTICLE X

TYPE OF CORPORATION


The Corporation is a public benefit corporation.

ARTICLE XI

NAME AND ADDRESS OF INCORPORATOR

The name and address of the Incorporator is Bridget M. Stuhr, 1650 Farnam Street, Omaha, Nebraska 68102.

DATED this 29th day of October, 2009.



Bridget M. Stuhr, Incorporator