

STATE OF KANSAS

OFFICE OF
SECRETARY OF STATE
BILL GRAVES



To all to whom these presents shall come, Greetings:

I, Bill Graves, Secretary of State of the State of Kansas, do hereby certify that the attached is a true and correct copy of an original on file and of record in this office.

TIME STAMP ✓
RECEPTION ✓
COPIED ✓
NUMERICAL ✓
PROOFED ✓
COMP. ORIG. ✓

STATE OF KANSAS } 00
NEMHA COUNTY }
This instrument was filed for record on the
26th day of April AD: 19 94
at 8:05 o'clock A.M. and duly recorded in
Book 363 on Page 41-7
Mary Chis Helms Apple
Fee: \$18.00 REGISTER OF DEEDS

In testimony whereof:

I hereto set my hand and cause to be affixed my
official seal. Done at the City of Topeka on the
date below: APR 22 1994



Bill Graves

BILL GRAVES
SECRETARY OF STATE

BY *Mary Chis Helms Apple*
ASSISTANT SECRETARY OF STATE

Return to:
Mishler Law Office
P.O. Box 283
Sabetha, KS 66574

BOOK 363 PAGE 41

215-223-9

ARTICLES OF INCORPORATION
OF
THE U.S.D. #441 FOUNDATION
(A Nonprofit Corporation)

000001 10 8278 04-18-74
NEW CORPORATION
51 1 75.00
10 TRANS. TOTAL 1 75.00

We, the undersigned, all residents of U.S.D. #441, Nemaha County, Kansas, as incorporators, do hereby associate ourselves together to form and establish a corporation, not-for-profit, under the laws of the State of Kansas.

ARTICLE I

The name of this foundation is "The U.S.D. #441 Foundation".

ARTICLE II

The registered office is the superintendent's office at 107 Oregon, Sabetha, Nemaha County, Kansas 66534, and the resident agent at that address is John A. Walton, Clerk of the Board. The foundation may, by resolution of the directors, change the location of its registered office or designation of its resident agent to any other place and/or person within the boundaries of U.S.D. #441.

ARTICLE III

The duration of this foundation shall be perpetual.

ARTICLE IV

This foundation shall not have authority to issue capital stock.

ARTICLE V

This foundation is organized not-for profit. This foundation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions and grants to the U.S.D. #441 public school system, instructors employed by Unified School District #441 or students within Unified School District #441 seeking scholarship funds, so long as such unified school district remains a governmental unit, or if not a governmental unit, a publicly supported charitable and/or educational organization that qualifies as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). More specifically, the purposes of the foundation are as follows:

A. To provide an organization which will operate in connection with the public school system, Unified

SECRETARY OF STATE
KANSAS

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School District #441 (a governmental unit) by providing financial support, leadership ability, professional expertise or otherwise.

B. To establish a monetary fund to be used for educational projects or grants throughout the U.S.D. #441 public school system, and to be used to benefit individual students worthy of scholarship assistance.

C. To provide financial support as a supplement to the teaching resources available to individual instructors employed by the U.S.D. #441 public school system and to provide financial support to Unified School District #441 for the purpose of preserving, maintaining and improving public school education in the district.

D. To solicit, accept and receive contributions designated for a specific purpose or otherwise of money, land, stocks, bonds, personal property and other such items of value from individuals, businesses, foundations and corporations to be invested and reinvested by the foundation and used by the foundation in the furtherance of its purposes as aforesaid.

E. Subject to and specifically limited by the foregoing, this foundation may engage in any lawful act or activity in which not-for-profit foundations may engage in under the laws of the State of Kansas.

ARTICLE VI

The authorized number, qualifications and other conditions of membership in this foundation, and the rights and privileges of members shall be set forth in the by-laws.

ARTICLE VII

The permanent board of directors of this foundation shall be elected in the manner set forth in the by-laws. The board of directors shall have all powers granted by Kansas law and statutes.

ARTICLE VIII

These articles of incorporation may be amended only in such manner as set forth in the by-laws. The board of directors shall have the power to adopt, amend and repeal the bylaws of this corporation.

ARTICLE IX

The names of the persons who are to act in the capacity of incorporating directors until the selection of their successors are:

1. Roger Brockhoff * See attached for
2. William J. Burdick addresses
3. Irwin L. Figgs
4. Roger Hartter
5. Karen Rottinghaus
6. Debbie Taylor
7. Greg D. Wenger

ARTICLE X

No part of the net earnings of this foundation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the foundation 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, above. No substantial part of the activities of this foundation shall be the carrying on or propoganda, or otherwise attempting to influence legislation, and the foundation 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 foundation shall not carry on any other activities not permitted to be carried on (a) by a foundation exempt from federal income tax under Sec. 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 foundation, contributions to which are deductible under Sec. 170(c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI

Upon the dissolution of the foundation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of this foundation, dispose of all of the assets of the foundation exclusively for the purposes of the foundation 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 Sec. 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 decree or order of a

Kansas court of competent jurisdiction of the county in which the principal office of the foundation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 5th day of April, 1994.

Roger Brockhoff
Roger Brockhoff

William J. Burdick
William J. Burdick

Irwin D. Figgs
Irwin D. Figgs

Roger Hartter
Roger Hartter

Karen Rottinghaus
Karen Rottinghaus

Debbie Taylor
Debbie Taylor

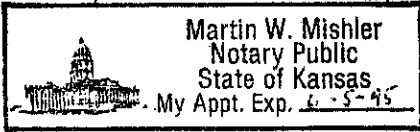
Gregg D. Wenger
Gregg D. Wenger

ACKNOWLEDGMENT

STATE OF KANSAS)
) SS:
NEMAHA COUNTY)

BE IT REMEMBERED that on this 5th day of April, 1994, before me, the undersigned, a notary public in and for the county and state aforesaid, came Roger Brockhoff, William J. Burdick, Irwin L. Figgs, Roger Hartter, Karen Rottinghaus, Debbie Taylor and Gregg D. Wenger who are personally known to me to be the same persons who executed the foregoing ARTICLES OF INCORPORATION OF THE U.S.D. #441 FOUNDATION, and such persons acknowledged the execution of the same.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal, the day and year last above written.



Martin W. Mishler
Notary Public

My Appointment Expires: June 5, 1995

INCORPORATING DIRECTORS OF
THE U.S.D. #441 FOUNDATION

Roger Brockhoff
1315 Meadowlark Lane
Sabetha, KS 66534

William J. Burdick
Rt. 1, Box 36
Wetmore, KS 66550

Irwin L. Figgs
1216 South 14th
Sabetha, KS 66534

Roger Hartter
Rt. 4, Box 236
Sabetha, KS 66534

Karen Rottinghaus
Rt. 1, Box 135
Wetmore, KS 66550

Debbie Taylor
Rt. 3, Box 112
Sabetha, KS 66534

Gregg D. Wenger
P. O. Box 191
Sabetha, KS 66534