



State of Missouri . . . Office of Secretary of State

JAMES C. KIRKPATRICK, Secretary of State
CORPORATION DIVISION

ARTICLES OF INCORPORATION
OF A

GENERAL NOT FOR PROFIT CORPORATION

(To be submitted in duplicate by an attorney or an incorporator)

FILED AND CERTIFICATE OF INCORPORATION ISSUED

HONORABLE JAMES C. KIRKPATRICK FILING FEE \$10.00
SECRETARY OF STATE
P.O. BOX 778
JEFFERSON CITY, MISSOURI 65102

AUG 29 1986

Roy D Blunt

We, the undersigned,

(Not less than three)

Table with 6 columns: Type or Print Name, Number, Street, City, State, Zip. Rows include Christine Schmidt, Virgil Wedeman, Donald Viehland, Ronald Beeler, Steve Richardson, and Mark S. Vincent.

being natural persons of the age of eighteen years or more and citizens of the United States, for the purpose of forming a corporation under the "General Not For Profit Corporation Law" of the State of Missouri, do hereby adopt the following Articles of Incorporation:

- 1. The name of the corporation is: Union R-XI School District Foundation, Inc.
2. The period of duration of the corporation is: Perpetual
3. The address of its initial Registered Office in the State of Missouri is: 316 East Locust Street
4. The first Board of Directors shall be thirteen (13) in number, their names and addresses being as follows:

Table with 6 columns: Type or Print Name, Number, Street, City, State, Zip. Rows include E. A. Stierberger, William Walker, Sam Stousing, Leroy Reed, and Ray Arand.

- 5. The purpose or purposes for which the corporation is organized are:

To provide support for the Union R-XI School District, its faculty, students, facilities and services, and to promote, sponsor and carry out educational, scientific, athletic, artistic, and related activities and objectives within the Union R-XI School District.

(NOTE: Any special provision authorized or permitted by Statute to be contained in the Articles of Incorporation may be inserted above.)

(INCORPORATORS MUST SIGN BELOW)

Christine M. Schmidt
George S. Richardson
Ronnie L. Beeler
Virgil W. Wideman
Donald A. Viehland
Mark S. Vincent

} Incorporators

VERIFICATION

STATE OF MISSOURI }
 County of Franklin } ss.

I, Michelle M. Mohesky a Notary Public, do hereby certify that on the
21st day of July, 1986
 Type or Print (Names of Incorporators)
Christine Schmidt, Virgil Wideman, Donald Viehland, Ronald Beeler,
Steve Richardson, and Mark S. Vincent

personally appeared before me and being first duly sworn by me severally acknowledged that they signed as their free act and deed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true, to their best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Michelle M. Mohesky
(Notary Public)

NOTARIAL SEAL
 Michelle M. Mohesky Notary Public
 Franklin County State of Missouri
 My Commission Expires Oct. 22, 1989
 My commission expires: _____

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

AUG 29 1986

Ray D. Blum

Board Members (cont.)

Carol Platt	Hwy. V	Union	Missouri	63084
Leroy Strubberg	20 South Church St.	Union	Missouri	63084
LuElla Hoemeyer	729 West State ST.	Union	Missouri	63084
Sid Richman	#2 Marguerite Pl.	Union	Missouri	63084
Christine Schmidt	Route #1	Union	Missouri	63084
Virgil Wideman	20 Edwards Circle	Union	Missouri	63084
Robert Payne	629 East Main St.	Union	Missouri	63084
John Devos	425 McArthur	Union	Missouri	63084



STATE OF MISSOURI

ROY D. BLUNT, Secretary of State

CORPORATION DIVISION

Certificate of Incorporation A General Not For Profit Corporation

WHEREAS, duplicate originals of Articles of Incorporation of _____

~~UNION R-XI SCHOOL DISTRICT FOUNDATION, INC.~~

have been received and filed in the office of the Secretary of State, which Articles, in all respects, comply with the requirements of The General Not For Profit Corporation Law of Missouri:

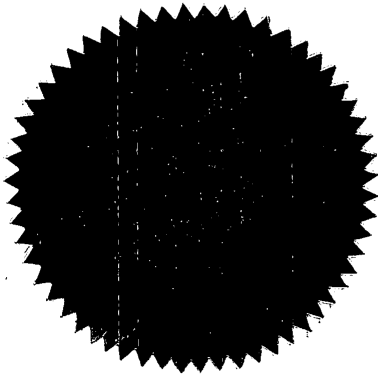
NOW, THEREFORE, I, ROY D. BLUNT, Secretary of State of the State of Missouri, by virtue of the authority vested in me, do hereby certify and declare _____

~~UNION R-XI SCHOOL DISTRICT FOUNDATION, INC.~~

a body corporate, duly organized this day; that it is entitled to all rights and privileges granted corporations organized under The General Not For Profit Corporation Law of Missouri; that the address of its initial Registered Office in Missouri is _____

~~316 East Locust Street, Union, Mo 63084~~

that its period of existence is Perpetual



IN TESTIMONY WHEREOF, I hereunto set my hand and affix the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 29th day of August

19 96

Roy D. Blunt
Secretary of State

RECEIVED OF: ~~UNION R-XI SCHOOL DISTRICT FOUNDATION, INC.~~

Ten and no/100 Dollars, \$ 10.00

For Credit of General Revenue Fund, on Account of Incorporation Tax and Fee.



State of Missouri . . . Office of Secretary of State

ROY BLUNT
~~JAMES C. KIRKPATRICK~~, Secretary of State

FILED AND CERTIFICATE
ISSUED

APR 24 1987

Roy D. Blunt

Corporation Dept. SECRETARY OF STATE

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF A
GENERAL NOT FOR PROFIT CORPORATION LAW

(To be submitted in duplicate by an Attorney)

HONORABLE ROY BLUNT
~~HONORABLE JAMES C. KIRKPATRICK~~
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of the "General Not For Profit Corporation Law" of the State of Missouri, hereby executes the following Articles of Amendment:

1. The name of the corporation is Union R-XI School District Foundation, Inc.

2. There are no members, having voting rights with respect to amendments;
(Insert "no" or "some")

(Strike paragraphs (a), (b) or (c) when not applicable)

3. ~~(x)~~ At a meeting of members, at which a quorum was present, held on _____, 19____, same receiving at least two-thirds (2/3) of the votes entitled to be cast by the members of the corporation present or represented by proxy at such meeting, the following amendments were adopted.

~~(x)~~ By a consent in writing signed by two-thirds (2/3) of all the members of the corporation entitled to vote with respect thereto, the following amendments were adopted;

(c) At a meeting of directors (members having no voting rights with respect to amendments) held on February 11, 1987, same receiving the votes of a majority of the directors then in office, the following amendment or amendments were adopted;

4 Article number 5 is amended to read as follows;

Purpose: The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code in conjunction with the benefits to the R-XI School District as set forth hereinafter.
See attached sheet for remaining amendments.

(OVER)

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name by its President, and its Secretary, this 31st day of March, 1987.

UNION P-XI SCHOOL DISTRICT FOUNDATION,
(Exact Corporate Title) INC.

(CORPORATE SEAL)

NO SEAL

By Sam T. Stausing
Its President

Lucille W. Haemeyer
Its Secretary

STATE OF MISSOURI }
COUNTY OF FRANKLIN } ss.

I, MICHELLE M. MOHESKY, a Notary Public, do hereby certify that on the 31st day of MARCH, 1987, Sam T. Stausing
(Acknowledgment by either officer is sufficient)

personally appeared before me and, being first duly sworn by me, acknowledged that..... he signed as his free act and deed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true, to his knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

(NOTARIAL SEAL)

Michelle M. Mohesky

My commission expires October 22, 1989

Inurement of Income: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Legislative or Political Activities: 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Operational Limitations: Notwithstanding any other provisions 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).

Dissolution Clause: Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all 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 Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 said Court shall determine, which are organized and operated exclusively for such purposes.

To provide support for the Union R-XI School District, its faculty, students, facilities and services, and to promote, sponser, and carry out educational, scientific, athletic and related activities and objectives within the Union R-XI School District.



STATE OF MISSOURI

ROY D. BLUNT, Secretary of State
CORPORATION DIVISION

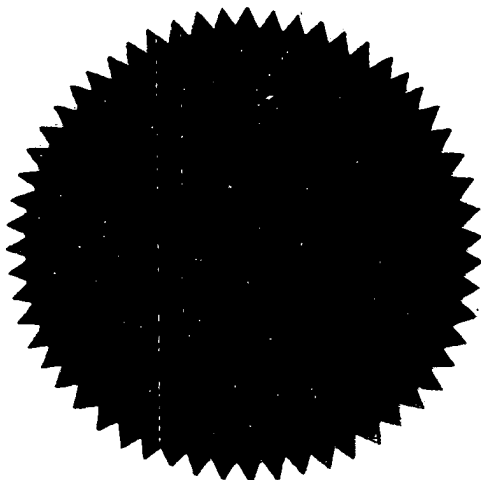
Certificate of Amendment of a General Not For Profit Corporation

WHEREAS, UNION R-XI SCHOOL DISTRICT FOUNDATION, INC.

a corporation organized under The General Not For Profit Corporation Law of Missouri has delivered to me duplicate originals of Articles of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the amendment of Articles of Incorporation under The General Not For Profit Corporation Law of Missouri.

NOW, THEREFORE, I, ROY D. BLUNT, Secretary of State of the State of Missouri, do hereby certify that I have filed said Articles of Amendment as provided by law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 24th day of April, 19 87.



Roy D. Blunt
Secretary of State