



STATE of MISSOURI

JAMES C. KIRKPATRICK, Secretary of State

CORPORATION DIVISION

Certificate of Incorporation A General Not For Profit Corporation

WHEREAS, duplicate originals of Articles of Incorporation of _____
SPRINGFIELD ARTS COUNCIL

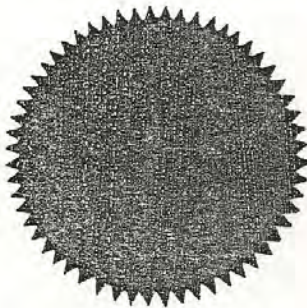
have been received and filed in the office of the Secretary of State, which Articles, in all respects, comply with the requirements of The General Not For Profit Corporation Law of Missouri:

NOW, THEREFORE, I, JAMES C. KIRKPATRICK, Secretary of State of the State of Missouri, by virtue of the authority vested in me, do hereby certify and declare _____
SPRINGFIELD ARTS COUNCIL

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 _____
Route 9, Box 211, Springfield 65804

and that its period of existence is perpetual

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the GREAT SEAL of the State of Missouri, at the City of Jefferson, this 2nd day of October, 1978.



James C. Kirkpatrick
Secretary of State

RECEIVED OF: SPRINGFIELD ARTS COUNCIL

Ten and no/00-----Dollars, \$ 10.00

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

No. N00021703

James C. Kirkpatrick
Secretary of State

ARTICLES OF INCORPORATION
OF A
GENERAL NOT FOR PROFIT CORPORATION

SPRINGFIELD ARTS COUNCIL

We, the undersigned, being natural persons of the age of twenty-one 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:

FIRST: The name of the corporation is Springfield Arts Council.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The address of its initial registered office in the State of Missouri is Route 9, Box 211, Springfield, Missouri 65804, and the name of its initial Registered Agent at such address is Steven M. Lewis.

FOURTH: The purpose or purposes for which the corporation is organized are:

(1) Operating without profit and so that no part of its net earnings or assets shall ever be distributed as a dividend or inure to the benefit of any private member or individual, the Corporation, shall foster, promote and encourage the existing cultural and educational organizations of the City and its environs; to assist in the establishment of new cultural facilities in fields where none now exist; to coordinate the cultural and educational activities of the City and its environs so as to avoid overlapping and duplication of efforts; to receive and disburse funds to implement the foregoing objectives;

(2) To register, own and protect the tradename of Springfield Arts Council, or such other tradenames or designations as are appropriate for the work of the corporation;

(3) To rent, acquire in any manner for use or own, maintain and operate a place or places suitable for offices of the Council and for meeting rooms and exhibition galleries and such other premises as may be necessary, convenient and proper to accomplish the educational purposes stated herein;

(4) To effect all arrangements desirable and necessary for stimulating and fostering public participation in cultural activities and organizations and for disseminating the knowledge and product of such cultural activities to the public by all means known to art and science;

(5) To solicit, accept, hold and administer contributions received by gift, deed, will, ordinance, statute or otherwise, as well as the proceeds of admission charges, either in trust or otherwise;

(6) To own, hold, operate and administer real and personal property and, generally, to do all things necessary and proper to accomplish the educational purposes herein stated and permitted to like non-profit corporations by law;

(7) Provided, further, however:

(a) Assets or property held in trust for the corporation or by the corporation for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity which they are held;

(b) No substantial part of the activities of the corporation shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation and it shall not participate or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office;

(c) The corporation shall not engage in any transaction prohibited by Section 503(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended;

(d) The corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Revenue Code as now enacted or as it may hereafter be amended;

(e) If, at any time, the corporation shall cease to carry out the purposes as herein stated, all assets and property held by it, whether in trust or otherwise, shall, after the payment of its liabilities, be paid over to an organization which itself has similar purposes and analogous activities and which has established an appropriate tax-exempt status under Section 501(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

(8) To have and to exercise all powers necessary or incident to carrying out its corporate purposes; to exercise all other powers permitted by law; and to possess and enjoy all rights and powers which, now or at any time hereafter, may be granted to or exercised by a general not for profit corporation.

FIFTH: The number of directors constituting the initial Board of Directors of the corporation is fifteen and the names and addresses of the persons who are to serve as the initial directors are:

William Landwehr, 829 West Village, Springfield, Missouri
65807
Doris Abbot, 2133 South Barcliff, Springfield, Missouri
65804
Marie Young, 1970 South Kings, Springfield, Missouri
65807
Ed Albin, 1332 South Rogers, Springfield, Missouri
65804

Earl Peterson, 1944 Valley Road, Springfield, Missouri
65804
 Steven M. Lewis, Route 9, Box 211, Springfield, Missouri
65804
 Jim DiGiovanni, 1353 East Richmond, Springfield, Missouri
65807
 Samuel F. Freeman, 2274 East Sunshine, Springfield, Missouri
65804
 Bonnie Shackter, 1538 Essex, Springfield, Missouri
65804
 Paula Thompson, 311 East Walnut, Springfield, Missouri
65806
 Betty Miller, 2377 East Seminole, Springfield, Missouri
65804
 Sandy Keiser, 1485 East Walnut, Springfield, Missouri
65802
 Dawin Emanuel, 4415 East Sunshine, Springfield, Missouri
65804
 Mary Ann Fellows, 634 South Florence, Springfield, Missouri
65807
 Joe Kuklenski, 2241, South Franklin, Springfield, Missouri
65807

Jeanne Kramer
 Jeanne Kramer
 2525 Sheridan, Springfield, MO

Samuel F. Freeman
 Samuel F. Freeman
 2274 East Sunshine, Springfield, MO

Steven M. Lewis
 Steven M. Lewis
 Route 9, Box 211, Springfield, MO

STATE OF MISSOURI)
) cc.
 COUNTY OF GREENE)

I, Diane Crabb, a Notary Public, do hereby certify that on the 26th day of September, 1978, Jeanne Kramer, Samuel F. Freeman and Steven M. Lewis 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 set forth therein and declared that the statements therein contained are true and correct to their best knowledge and belief.

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

Diane Crabb
 Diane Crabb, Notary Public

My commission expires: July 16, 1979

FILED AND CERTIFICATE OF
 INCORPORATION ISSUED

OCT 2 1978

James R. Simpson
 Corporation Dept. SECRETARY OF STATE