

RON THORNBURGH
Secretary of State



Memorial Hall, 1st Floor
120 S.W. 10th Avenue
Topeka, KS 66612-1594
(785) 296-4564

STATE OF KANSAS

July 11, 2005

CENTRAL KANSAS COMMUNITY FOUNDATION, INC

RE: CENTRAL KANSAS COMMUNITY FOUNDATION, INC.

ID #: 278-266-2

To The Corporation

A certified copy of the amendment that was recently filed in the Corporations Division of our office is enclosed.

Every corporation in Kansas is assigned an identification number. Use of this number in any correspondence with our office will give us immediate access to your file and enable us to offer you faster, more efficient service. Your corporation's identification number is at the top of this letter.

bkc

278 2002

Contact Information

Kansas Secretary of State
Ron Thornburgh
Memorial Hall, 1st Floor
120 S.W. 10th Avenue
Topeka, KS 66612-1594
(785) 296-4564
kssos@kssos.org
www.kssos.org

KANSAS SECRETARY OF STATE
Not for Profit Corporation
Change of Registered Office or Agent

NRO
53-13

All information must be completed or this document will not be accepted for filing.

1. Name of the corporation:

Central Kansas Community Foundation, Inc.

Name must match the name on record with the secretary of state

2. State of organization: Kansas

3. The registered office in the state of Kansas is changed to:

Address must be a street address. A post office box is unacceptable.

713 North Main

Street address

Newton

City

Kansas


State

67114

Zip

4. The resident agent in Kansas is changed to:

07-07-2005	10:46:00
053	\$20.00
0073	02
2782662	AA


01155313

I declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct.

Executed on the 29th of June, 2005
Day Month Year

William Brining
Authorized officer

I hereby certify this to be a true and
correct copy of the original on file.
Certified on this date July 11, 2005
Ron Thornburgh, Secretary of State

FILED
SECRETARY OF STATE
KANSAS

2005 JUL 11 PM 2:33

Instruction

Submit this form with the \$20 filing fee.

Notice: There is a \$25 service fee for all returned checks.

RON THORNBURGH
Secretary of State



First Floor, Memorial Hall
120 SW 10th Ave.
Topeka, KS 66612-1594
(785) 296-4564

STATE OF KANSAS

February 05, 2002

HAROLD F. SCHORN, II
500 NORTH MAIN, SUITE 212
NEWTON, KS 67114

RE: CENTRAL KANSAS COMMUNITY FOUNDATION, INC.

ID #: 278-266-2

To The Corporation

A certified copy of the amendment that was recently filed in the Corporations Division of our office is enclosed.

Every corporation in Kansas is assigned an identification number. Use of this number in any correspondence with our office will give us immediate access to your file and enable us to offer you faster, more efficient service. Your corporation's identification number is at the top of this letter.

skw

Kansas Secretary of State
Corporation Change of Registered Office or AgentRO

All information must be completed or this document will not be accepted for filing.

1. Name of the corporation

Central Kansas Community Foundation, Inc.
*Name must match the name on record with the Secretary of State*2. State of organization Kansas3. The registered office in the state of Kansas is changed to:
(Address must be a street address. A post office box is unacceptable.)500 North Main, Suite 212 Newton, Kansas 67114

Street Address

City

State

Zip Code

4. The resident agent in Kansas is changed to:

Harold F. Schorn, II

Individual or Kansas Corporation

I declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct.

Executed on the 28th of January, 2002
Day Month YearI hereby certify this to be a true and
correct copy of the original on file.
Certified on this date: Feb 5, 2002
Ron Thornburgh, Secretary of StateWilliam Graving
President or Vice PresidentJohn Zoules
Secretary or Assistant Secretary

Please submit this form in duplicate with the \$20 filing fee.

Contact Information

Kansas Secretary of State
Ron Thornburgh
Memorial Hall, 1st Floor
120 SW 10th Avenue
Topeka, KS 66612-1240
785-296-4564
kssos@kssos.org
www.kssos.org

ORIGINAL COMPARED WITH RECORD

078043

HARVEY COUNTY, STATE OF KANSAS
This instrument was filed for record on
the 13 day of Feb A.D., 20 02
at 11:30 o'clock A M and duly record
in book 375 of MISC
on Page 495 Fee \$ 6.00
Margaret A. Kermester
Register of Deeds
By Michelle Schuchman Deputy

Do not write in this space

Don Thornburgh
Secretary of State

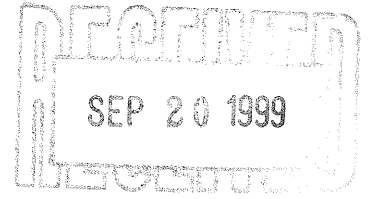


2nd Floor, State Capitol
300 S.W. 10th Ave.
Topeka, KS 66612-1594
(785) 296-4564

September 16, 1999

STATE OF KANSAS

MYERS LAW OFFICES
CENTRAL KANSAS COMMUNITY FOUNDATION, INC
606 MAIN
SECOND FLOOR
NEWTON KS 67114



RE: CENTRAL KANSAS COMMUNITY FOUNDATION, INC.

ID. # 2782662 (USE IN ALL CORRESPONDENCE WITH OUR OFFICE)

Enclosed is a certified copy of your non-profit articles of incorporation. Your corporation's identification number is at the top of this page. The identification number should be used in all correspondence with this office.

Every corporation must file an annual report with this office. However, a report is not required if a corporation has not been incorporated for six months prior to its first tax year end. If your corporation operates on a tax period other than the calendar year, you must notify our office in writing prior to December 31.

If an annual report is required, it must be filed when your corporation files its Kansas income tax return. If your corporation applies to the Internal Revenue Service for an extension of its deadline for filing an income tax return an extension for the annual report will be granted by our office provided that a copy of the IRS extension form is filed with this office within 90 days after the due date of the annual report.

srw

COPY

**ARTICLES OF INCORPORATION
OF
CENTRAL KANSAS COMMUNITY FOUNDATION, INC.**

The undersigned incorporators hereby form and establish a corporation NOT FOR PROFIT under the laws of the State of Kansas.

ARTICLE FIRST

Name

- 1.1 The name of this corporation is:

CENTRAL KANSAS COMMUNITY FOUNDATION, INC.

ARTICLE SECOND

Registered Office and Resident Agent

2.1 The location of the registered office of the corporation in this state is 606 Main, Second Floor, in the City of Newton, Harvey County, Kansas 67114.

- 2.2 The corporation's resident agent at the above address is John Torline.

ARTICLE THIRD

Nature of Corporate Purpose; Powers and Restrictions

3.1 This corporation is organized NOT FOR PROFIT and the objects and purposes to be transacted and carried on are:

- (a) To provide services to other not-for-profit, charitable organizations in Harvey, McPherson and Marion Counties in the State of Kansas who are organized and operating under Section 501(c)(3) of the Internal Revenue Code in conducting fund-raising activities, attracting donors, establishing charitable giving programs and activities through which donors can support such organizations, managing the financial resources of such organizations, and developing and managing endowments to provide permanent financial support for the continuing activities of such organizations;
- (b) To receive, accept and maintain as assets of the corporation any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase from any person, firm, trust or corporation, to be held, administered and disposed of exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these articles of incorporation;

but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than "charitable purposes" which would jeopardize the status of the corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended; and

- (c) To exclusively promote and carry on any other religious, charitable or educational purposes and activities for which corporations may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, and under the laws of the State of Kansas.

3.2 To further such objects and purposes, the corporation shall have and may exercise all the powers conferred by the laws of the State of Kansas upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended; and, specifically, this corporation shall have power to acquire, purchase, hold, lease, convey, mortgage and pledge such real and personal property in Kansas, other states of the United States and elsewhere, as shall be necessary or convenient to the transaction of its business and the realization of its objects and purposes; PROVIDED, HOWEVER, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of this corporation, voluntary or involuntary or by operation of law, the following provisions shall apply:

- (a) This corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity, that would prevent this corporation from qualifying (and continuing to qualify) as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law);
- (b) This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit; and
- (c) No compensation or payment shall ever be paid or made to any member, officer, director, trustee, creator or organizer of this corporation, or substantial contributor to it except as an allowance for actual expenditures or services actually made or rendered to or for this corporation; and neither the whole nor any portion of the assets or net earnings, current or accumulated, of this corporation shall ever be distributed to or divided among any such persons; provided, further, that neither the whole nor any part or portion of such assets or net earnings shall ever be used for, accrue to, or inure to the benefit of any member or private individual within

the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

3.3 In the event of the dissolution and liquidation of this corporation, to the extent allowed or permitted under applicable laws, the property or assets of the corporation shall be, as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to any other organization(s) organized and operating for the same purposes for which the corporation is organized and operating or any organization(s), foundation(s), fund(s) or corporation(s) organized and operating exclusively for religious, charitable, scientific, educational or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended.

3.4 In the event that any assets are not disposed of in accordance with the provisions of these Articles of Incorporation or that the corporation shall fail to act within a reasonable time in a manner provided in these Articles of Incorporation, the District Court of Harvey County, Kansas, shall, upon application of one or more persons having a real interest in the corporation or its assets, make such distribution(s) as provided in these Articles of Incorporation.

ARTICLE FOURTH Capital Stock; Membership

4.1 The corporation will NOT have authority to issue capital stock.

4.2 The conditions of membership in the corporation shall be fixed by the bylaws.

4.3 The presence of a majority of the total number of voting members of the corporation shall be necessary to constitute a quorum for the purpose of conducting a meeting of the membership; provided, however, that nothing herein shall limit or restrict the ability of the membership to take action by unanimous consent without the necessity of conducting a meeting. All other matters not specifically set forth herein regarding the manner of the calling and conduct of meetings of the members of the corporation, and all other matters pertaining to the membership not in conflict with the provisions of these Articles, shall be fixed by the bylaws of the corporation.

ARTICLE FIFTH Board of Directors

5.1 The affairs of the corporation shall be governed by the Board of Directors.

5.2 The number of Directors shall be established in the bylaws of the corporation, and such number may be increased or decreased from time to time by amendment of the bylaws.

5.3 The Board of Directors shall have all powers granted by Kansas law and statutes.

5.4 All other terms and conditions relating to the Board of Directors shall be set forth in the bylaws of the corporation.

5.5 The powers of the incorporators are to terminate upon the filing of these Articles of Incorporation, and the names and mailing addresses of the persons who are to serve as Directors until their successors are elected and qualified are as follows:

Mr. John Torline
3003 N. Webb
Newton, KS 67114

Donna E. Becker
1111 E. Euclid
McPherson, KS 67460

Bill Goering
536 E. Marlin
McPherson, KS 67460

Eileen Sieger
3026 KS Hwy 150
Marion, KS 66861

Carla Scott
Studio Two
824 N 2nd
Lindsborg, KS 67456

Megan Evans
10 Cedar Dr.
Halstead, KS 67056

Ted Stuckey, President
Mennonite General Conference
722 Main
Newton, KS 67114

Walt Claassen
#4 Hawthorne Ct.
Newton, KS 67114

Joe Robb
4 Circle Drive, Box 544
Newton, KS 67114

Julie Irish
RR 2, Box 131
Peabody, KS 66866

Clariece Schroeder
202 S. Lincoln
Hillsboro, KS 67063

Rebecca Ann Zerger
1680 Cheyenne Road
Moundridge, KS 67107

Christine Downey Schmidt
10320 N. Wheat State Road
Inman, KS 67456

ARTICLE SIXTH
Liability of Directors

6.1 No Director of the corporation shall be personally liable to the corporation or its members for monetary damages for any breach of fiduciary duty by such Director as a Director. Notwithstanding the foregoing sentence, a Director shall be liable to the extent provided by applicable law (i) for breach of the Director's duty of loyalty to the corporation or its stockholders or members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under the provisions of K.S.A. 17-6424 and any amendments thereto, or (iv) for any transaction from which the Director derived an improper personal benefit. No amendment or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any Director of the corporation for or with respect to any acts or omissions of such Director occurring prior to the date when such provision becomes effective.

ARTICLE SEVENTH
Term

7.1 The term for which this corporation is to exist is perpetual.

ARTICLE EIGHTH
Dissolution

8.1 No member of this corporation shall benefit financially from the dissolution thereof.

8.2 In the event of the dissolution of this corporation, the assets of this corporation shall be distributed as set forth in ARTICLE THIRD hereof.

ARTICLE NINTH
Incorporators

The name and mailing address of the incorporator is:

Mr. John Torline
3003 N. Webb
Newton, KS 67114

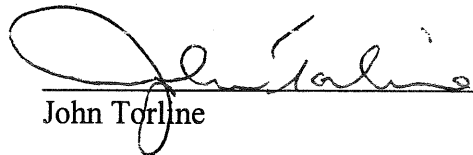
ARTICLE TENTH

Bylaws

The power to adopt, repeal and amend the bylaws of this corporation shall reside in the membership of this corporation.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name on the date below shown.

Signed this 15th day of September, 1999



John Torline

STATE OF KANSAS, COUNTY OF HARVEY, SS:

Personally appeared before me, a Notary Public, in and for said County and said State, the above named John Torline, who is personally known to me to be the same person who executed the foregoing instrument of writing, and such persons duly acknowledged the execution of the same.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal this 15th day of September, 1999.



Notary Public

My Appointment Expires:

