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FILED

APR 18 1995

ARTICLES OF INCORPORATION
OF
UNIVERSITY of SCIENCE and ARTS of OKLAHOMA ALUMNI ASSOCIATION, INC.

OKLA SECRETARY OF STATE

TO THE SECRETARY OF STATE

STATE OF OKLAHOMA

The undersigned, in order to form a not-for-profit corporation pursuant to the provisions of the Oklahoma General Corporation Act (the "Act"), certify as follows:

ARTICLE 1: NAME

The name of the Corporation is University of Science and Arts of Oklahoma Alumni Association, Inc. (Hereafter referred to as USAO Alumni Assn.)

ARTICLE 2: REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Oklahoma is; University of Science and Arts of Oklahoma, Administrative Building, Chickasha, Oklahoma 73018. The registered agent is USAO Alumni Assn.

ARTICLE 3: DURATION

The duration of the corporation is Perpetual.

ARTICLE 4: PURPOSE

The purpose of USAO Alumni Assn. shall be to perpetuate and promote the interests of the University of Science and Arts of Oklahoma; to provide leadership for the alumni to unite in their efforts to support and to strengthen the University; to disseminate information that will keep the alumni well informed about the University and the association; to encourage students to apply for admission to the University; and to take other action as may be deemed beneficial for the advancement of the University and the association.

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal code.

ARTICLE 5: AUTHORIZED CAPITAL

This Corporation does not have the authority to issue capital stock.

ARTICLE 6: CONDITION OF MEMBERSHIP

The condition of membership in the corporation shall be set forth in the by-laws of the corporation.

ARTICLE 7: OFFICERS

The business and affairs of the corporation shall be managed by or under the direction of elected officers. The elected officers shall be president, president-elect, vice president, secretary, and treasurer. The treasurer must be a resident of Chickasha, Oklahoma during term of office.

AND DIRECTORS

The names and addresses of each person who will serve as the officers are:

Office	Name	Address	City	State	Zip
Pres	Aleta Smalley	301 West 6th	Stroud	Ok	74079
P.Elect	Oweda Terry	P.O. Box 1068	onCarnegie	Ok	73105
VP	Angela Jeffries	P.O. Box 2393	Chickasha	Ok	73023
Sec	Betty Smith	2900 E. Chadwick Dr	Edmond	Ok	73613
Treas	Robert Newbrough	908 S. 17th	Chickasha	Ok	73023

The number of directors to be elected at the first meeting is three.

ARTICLE 8: DISTRIBUTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 and make payments and distributions in furtherance of the purposes set forth in Article 4 hereof. 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 in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not within the furtherance of the purposes the corporation.

ARTICLE 9: DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 10: INCORPORATORS

The incorporators of the Corporation will become the officers of the Corporation upon the filing of the Certificate of Incorporation.

The names and mailing addresses of the undersigned are the incorporators.

Incorporator	Address	City	State	Zip
Aleta Smalley	301 West 6th	Stroud	Ok	74079
Oweda Terry	P.O. Box 1068	Carnegie	Ok	73105
Angela Jeffries	P.O. Box 23930	Chickasha	Ok	73023
Betty Smith	2900 E. Chadwick Dr	Edmond	Ok	73013
Robert Newbrough	908 S. 17th St	Chickasha	Ok	73023

WE THE UNDERSIGNED, for the purpose of forming a not-for-profit corporation under the laws of the State of Oklahoma, have accordingly hereunto set our hands this day of April, 1995

Aleta Smalley
Aleta Smalley

Oweda Terry
Oweda Terry

Angela Jeffries
Angela Jeffries

Betty Smith
Betty Smith

Robert Newbrough
Robert Newbrough