

ARTICLES OF INCORPORATION OF A
GENERAL NOT FOR PROFIT CORPORATION

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

JUL 11 1994

TO: Judith K. Moriarty
Secretary of State
P.O. Box 778
Jefferson City, Missouri 65102

Judith K. Moriarty

We the undersigned, 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:

ARTICLE ONE

The name of the corporation is Beta Chi Educational Foundation.

ARTICLE TWO

The period of duration of the corporation is perpetual.

ARTICLE THREE

The address of its initial Registered Office in the State of Missouri is 7525 Wise Avenue, St. Louis, Missouri 63117.

The name of its initial Registered Agent at said address is Andy Tayon.

ARTICLE FOUR

The names and addresses of its incorporators are as follows:
Robert Hoffmann, 12012 Deutschmann, St. Louis, Missouri 63131;
Mike Wrob, 245 A Olive View Court, St. Louis, Missouri 63021; and
Andy Tayon, 7525 Wise Avenue, St. Louis, Missouri 63117.

JUL 11 1994

ARTICLE FIVE

The first Board of Directors shall be three (3) in number, their names and addresses being as follows: Robert Hoffmann, 12012 *Adeline K. Hoffmann* Deutschmann, St. Louis, Missouri 63131; Mike Wrob, 245 A Olive View Court, St. Louis, Missouri 63021; and Andy Tayon, 7525 Wise Avenue, St. Louis, Missouri 63117.

ARTICLE SIX

The purpose or purposes for which the corporation is organized are: To promote the development and advancement of educational facilities and opportunities (through scholarships), and is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

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

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) in any political campaign on behalf of any candidate for public office.

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).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of 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 Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court 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.

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JUL 11 1994

Judith K. Moriarty

Roll Hoffmann

Andy Stajon

Mike Wrob

Incorporator

Incorporator

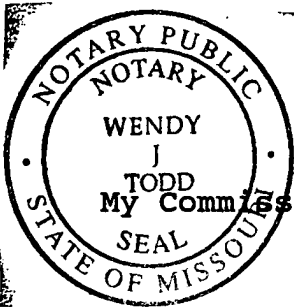
Incorporator

VERIFICATION

STATE OF MISSOURI)
) SS.
COUNTY OF ST. LOUIS)

I, Wendy J. Todd, a Notary Public, do hereby certify that on the 11th day of July, 1994, personally appeared before me Robert Hoffmann, Andy Taylor, and Mike Wrob 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.



Wendy J. Todd
Notary Public

My Commission Expires:

WENDY J TODD
NOTARY PUBLIC STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXP. MAR. 29, 1998

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

JUL 11 1994

Judith K. Murphy

STATE OF MISSOURI



Judith K. Moriarty
SECRETARY OF STATE

CORPORATION DIVISION
CERTIFICATE OF INCORPORATION
GENERAL NOT FOR PROFIT

WHEREAS, DUPLICATE ORIGINALS OF ARTICLES OF INCORPORATION OF
BETA CHI EDUCATIONAL FOUNDATION

HAVE BEEN RECEIVED AND FILED IN THE OFFICE OF THE SECRETARY OF
STATE, WHICH ARTICLES, IN ALL RESPECTS, COMPLY WITH THE
REQUIREMENTS OF GENERAL NOT FOR PROFIT CORPORATION LAW;

NOW, THEREFORE, I, JUDITH K. MORIARTY, SECRETARY OF STATE OF THE
STATE OF MISSOURI, BY VIRTUE OF THE AUTHORITY VESTED IN ME BY
LAW, DO HEREBY CERTIFY AND DECLARE THIS ENTITY A BODY CORPORATE,
DULY ORGANIZED THIS DATE AND THAT IT IS ENTITLED TO ALL RIGHTS
AND PRIVILEGES GRANTED CORPORATIONS ORGANIZED UNDER THE
GENERAL NOT FOR PROFIT CORPORATION LAW.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
11TH DAY OF JULY, 1994.



Judith K. Moriarty
Secretary of State

\$10.00