

ARTICLES OF INCORPORATION

Executed by the undersigned for the purpose of forming a Wisconsin corporation under Chapter 181 of the Wisconsin statutes, WITHOUT STOCK AND NOT FOR PROFIT.

- Article 1. The name of the corporation is **BIG SISTERS OF NEENAH-MINASHA, INC.**
- Article 2. The period of existence shall be *Perpetual*.
- Article 3. ~~The Corporation is organized exclusively for charitable purposes, and will conduct a volunteer program formulated to help young girls by offering to them highly individualized, supportive friendships with volunteer adult participants in the program on a one-to-one basis. The Corporation may include, among its purposes, the making of distributions to organizations that qualify as exempt organizations under sec. 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future U.S. Internal Revenue Law).~~ *The Corporation is organized exclusively for charitable purposes, and will conduct a volunteer program formulated to help young girls by offering to them highly individualized, supportive friendships with volunteer adult participants in the program on a one-to-one basis. The Corporation may include, among its purposes, the making of distributions to organizations that qualify as exempt organizations under sec. 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future U.S. Internal Revenue Law).*
- Article 4. Location of the principal office in Wisconsin is **110 W. North Water Street**
(Include street & number, city, state and ZIP code) **Neenah, Wisconsin 54956**
- Article 5. Name of the initial registered agent is **Elizabeth J. Thoms**
- Article 6. Address of the initial registered agent is **110 W. North Water Street**
(Include street & number, city, state and ZIP code) **Neenah, WI 54956**
- Article 7. These articles may be amended in the manner authorized by law at the time of amendment.

SPECIAL INSTRUCTION

PLEASE NOTE: The number of directors, or the manner in which that number is determined, must be established either in these articles of incorporation OR in the by-laws of the corporation. You may USE ONE of the following "Article 8" and CROSS OUT the one that is not used, or substitute wording of your choice.

~~Article 8. The number of directors shall be _____
(Not less than three)~~

Article 8. The number of directors shall be fixed by by-law but shall be not less than three.

Article 9. The names and addresses of the initial Board of Directors are:
(Include street & number, city, state and ZIP Code)

Katrine Anderson
345 Doty Avenue
Neenah, WI 54956

Mary Jean Angemeyer
117 1/2 N. Commercial St.
Neenah, WI 54956

Ann Cattau
1233 Primrose Lane
Neenah, WI 54956

Barbara Ciske
366 Winnebago Avenue
Menasha, WI 54952

Nancy Evenstad
2543 Oakcrest Drive
Neenah, WI 54956

Jenny Kiryakakis
1146 Green Acres Lane
Neenah, WI 54956

Adelle Mins
1037 Kalfish Street
Neenah, WI 54956

Eileen Payne
1104 Stead Drive
Menasha, WI 54952

Mary Powers
1020 Murray Road
Neenah, WI 54956

Gail Ranthun
Country Estates
Route #6, Lot 18
Appleton, WI 54911

Marjorie Schwler
Route 1, Box 51A
Winneconne, WI 54986

Catherine Yurk
2321 Indian Point Road
Oshkosh, WI 54901

Article 10. (Membership provisions)

Big Sisters of Neenah-Menasha, Inc. is a non-member organization. The manner of election or appointment of its directors shall be set forth in the by-laws.

Article 11. (Other provisions)

ARTICLE 11. (other provisions)

No part of the net earnings of the corporation shall inure to the benefit of or be contributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to it and to make payments and distributions in furtherance of the purposes set forth in Art. 3. hereof. No substantial part of the activities of the corporation shall involve the conduct of propoganda or otherwise attempt 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. Notwithstanding any other provision 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 s. 501(c)(3) of the IRC of 1954, as amended, (or the corresponding provisions of any future U.S. Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under s. 170(c)(2) of the IRC of 1954, as amended (or the corresponding provisions of any future U. S. Int. Rev. 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 aforesaid in such manner, or to such organization or organizations which are organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under s. 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future U. S. 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.

In addition to all powers granted it by law, the Corporation shall have the right and power to acquire, own, buy, sell, lease, mortgage or otherwise manage property, including real property, suitable for the purpose of the Corporation and may engage in any lawful activity authorized by the "Wisconsin Non-Stock Corporation Law" not inconsistent with its purposes. The Corporation shall also have the right and power to retain indefinitely in any form, all types of property, assets and securities and to invest and reinvest the same in such type, character and amount of investments as its Board of Directors may from time to time deem meet and proper although such property may not be of the character or diversification prescribed by law for or pursuant to any statutes relating to trust fund investments.

STATE OF WISCONSIN
DEPARTMENT OF STATE
FILED

FEB 9 1977

DOUGLAS LAFOLETTE
SECRETARY OF STATE

Article 12. The name and address of incorporator (or incorporators) are:

NAME

ADDRESS

(street & number, city, state and ZIP Code)

Marjorie Schwler

Route #1, Box 51A, Winneconne, WI 54986

Gail Rantkun

Country Estates, Rt. #6, Box 18, Appleton, Wis. 54911

Barbara Ciske

366 Winnebago Avenue, Menasha, WI 54952

Executed in duplicate on the 25th day of January, 1977

All incorporators
SIGN HERE

Marjorie Schwler
Marjorie Schwler
Gail Rantkun
Gail Rantkun
Barbara Ciske
Barbara Ciske

STATE OF WISCONSIN

County of WINNEBAGO

ss.

Personally came before me this 25th day of January A.D. 1977

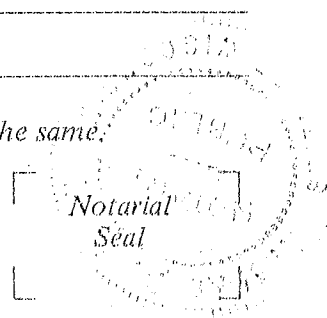
the above named Marjorie Schwler, Gail Rantkun and Barbara Ciske

to me known to be the person who executed the foregoing instrument, and acknowledged the same:

Thomas P. Hahn

Notary Public Thomas P. Hahn

My Commission expires October 22, 1978.



This document was drafted by

Attorney Daniel R. Goggin

(Name of Person)

Please print or type

See instruction M

STATE OF WISCONSIN
DEPARTMENT OF STATE
FILED

FEB 9 1977

DOUGLAS LAFOLLETTE
SECRETARY OF STATE

READ THE INSTRUCTIONS ON THE REVERSE SIDE
AND PLEASE FILL OUT THE RETURN ADDRESS BOX

ARTICLES OF INCORPORATION (Non-stock)

Register's Office
Winnebago County, Wis.
Received FRT RECORD
this 14th Day of
February
A.D. 1977 at
2:21 o'clock PM
Dana Grogan
Register of Deeds

490601

Mail Returned Copy to:
(FILL IN NAME AND ADDRESS HERE)

Mr. Daniel R. Goggin
Attorney at Law
P. O. Box 646
Neenah, WI 54956

6
15770

INSTRUCTIONS AND SUGGESTIONS

- A. Prepare in **DUPLICATE ORIGINAL**. Furnish Secretary of State two identical copies of the articles of incorporation. (Mailing address: State Capitol, Madison, Wisconsin 53702.) One copy will be retained (filed) by Secretary of State and the other copy returned as you indicate in the box above. The copy that is returned **MUST BE RECORDED WITHIN 60 DAYS** with the Register of Deeds of the county in which the principal office of the corporation is located. Corporate existence commences when the articles are left for record at the Register of Deeds.
- B. Have the **INCORPORATOR SIGN** before a Notary Public. The number of incorporators may be one or more, but all the incorporators listed in the articles must sign. Make sure that both of the copies have **ORIGINAL SIGNATURES**. Carbon copy, xerox, or rubber stamp signatures are not acceptable.
- C. Notary Public must **SIGN AND AFFIX SEAL** on both copies of the articles, and complete his statement in the area provided. Make sure that original signatures and seal impressions appear on both copies.
- D. **SEND THE FILING FEE** of \$25 with the articles. Your cancelled check is your receipt.
- E. Article 1. The name must contain "Corporation", "Incorporated", or "Limited", or the abbreviation of one of those words.
- F. Article 2. Insert "perpetual" or set any limitation desired.
- G. Article 3. May show definite purposes or may use language to the effect that the corporation may engage in any lawful activities authorized by Chapter 181. (The statute expressly states that it is **NOT** necessary to enumerate the powers.)
- H. Article 4. Give complete address of the corporation's principal office in Wisconsin, including city, town or village, and street and number, if any, and ZIP code.
- J. Articles 5 & 6. The corporation must have a registered agent in Wisconsin. Be sure and show a complete address for the registered agent, including street and number, city and zip code.
- K. Article 10. This article must set forth the method of accepting and discharging members, any denial or restriction of voting rights, and any classification of members (including distinguishing features of each class) **OR** the specification that the by-laws cover these matters.
If the corporation is to have no members, Article 10 must so state. In this instance, the manner of election or appointment of directors must be set forth **OR** the specification that the by-laws cover these matters.
- L. Article 11. Provides space for the insertion of any other provisions which may be desired.
- M. Section 14.38(14) Wisconsin Statutes provides that this document shall not be recorded unless the name of the person (individual) who, or the governmental agency which, drafted it is printed, typewritten, stamped or written thereon in a legible manner. The statement appearing on page 3 of this form, if completed, complies with this provision. Be sure it is completed on each of the copies.
- N. Corporations that expect to apply to Internal Revenue Service for **TAX EXEMPT STATUS** are advised to consult that agency before preparing their articles of incorporation. Particular language and specifications must be included in the articles of incorporation in order to meet federal tax code requirements.