The Charter Foundation, Inc.

Articles of Incorporation

ARIZONA CORPORATION COMMISSION

We are pleased to notify you that your Articles of Incorporation were filed on 6-28-95.

You must publish a copy of your Articles of Incorporation WITHIN SIXTY (60) DAYS from the File Date. The publication must be in a newspaper of general circulation in Pima County, for three (3) consecutive publications. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the File Date.

All corporations transacting business in Arizona are required to file an Annual Report with the Commission, no later than the 15th day of the fourth (4th) month following the close of each fiscal year. Your fiscal year end is 12/31. A preprinted Annual Report Form will be mailed to you during that month.

If you have any questions or need further information, please contact us at (602) 542-3135 or Toll Free (Arizona residents only) at 1-800-345-5819.

Very truly yours,

Barbara Malone

Examiner Technician
Corporations Division
Arizona Corporation Commission

752350-1

AZ. CORP. COMMISS
FOR THE STATE OF
FILED

JUN 28 9 30 AM

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ARTICLES OF INCORPORATION

OF

THE CHARTER FOUNDATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, having associated ourselves together for the purpose of forming a nonprofit corporation under and pursuant to the laws of the State of Arizona, do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the nonprofit corporation shall be The Charter Foundation, Inc.

ARTICLE II

The names and addresses of the incorporators are:

Reginald Barr 2950 E. Third Tucson, AZ 85716	Sandra E. Barr 2950 E. Third Tucson, AZ 85716	Paul S. Karlowicz 2718 E. Arroyo Chico Tucson, AZ 85716

ARTICLE III

The primary purposes and objects of this corporation shall be for the transaction of any and all lawful business for which nonprofit corporations may be incorporated under the laws of the State of Arizona, as they may be amended

from time to time, and specifically, but not in limitation thereof, the following purposes:

(a) To initiate, develop, and support programs which are directed toward world-wide peace through those types of personal relationships which contribute to the peace process;

(b) To promote and assist the advancement of educational and charitable services by making expenditures for any one or more of the normally accepted functions of a nonprofit corporation, including (but not limited to) expenditures for the acquisition and maintenance of real property, the erection of buildings, provide student loans and scholarships, acquire and maintain equipment and furnishings used for or in conjunction with the normally accepted functions of an educational facility, developing and administering of research projects, workshops, institutes, and conferences for the purpose of furthering the educational and charitable objectives of the corporation.

ARTICLE IV

Said corporation is organized exclusively to establish a nonprofit foundation for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1954, including for such purposes the making

of distributions to organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Laws).

ARTICLE V

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 and to make payments and distributions in furtherance of the purposes set forth in Article IV. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this very 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, this very corporation shall not carry on any other activities that are 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 provisions of any future United States Internal Revenue Laws).

ARTICLE VI

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of its assets exclusively for the purposes of the corporation in such manner, or to such organizations that are organized and operated exclusively for charitable, educational, or scientific purpose 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 any other corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE VII

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws of the corporation (A.R.S. 10-1005 (b)(6) and 10-1005 (c)).

ARTICLE VIII

The annual meeting is to be held at a place within or without the state as fixed by the bylaws.

ARTICLE IX

The name and address of the initial statutory agent of the corporation is:

Reginald Barr
2950 East Third Street
Tucson, Az 85716

ARTICLE X

The power to alter, amend, or repeal the bylaws or adopt new bylaws, subject to repeal or change by the action of the Board of Directors, shall be vested and reserved to the Board of Directors.

ARTICLE XI

There shall be no less than three (3) Directors. The names and addresses of the persons who are to serve as the Directors until the first meeting of the Directors or until their successors are elected and qualified are:

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Paul S. Karlowicz
2718 E. Arroyo Chico
Tucson, AZ 85716

Reginald Barr

Incorporator
Reginald Barr

Sandra E. Barr

Incorporator
Sandra E. Barr

Paul S. Karlowicz

Incorporator
Paul S. Karlowicz

DATED THIS 27th DAY OF JUNE, 1995.

I, Reginald Barr, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed, or resignation is submitted in accordance with the Arizona Revised Statutes.

Reginald Barr

Statutory Agent
Reginald Barr

June 27, 1995

The Charter Foundation, Inc.

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June 27, 1995