

STATE OF LOUISIANA  
SECRETARY OF STATE

JAY DARDENNE  
SECRETARY OF STATE



June 27, 2008

Christine Street  
385 R.C. Stephens Rd.  
Leesville, LA 71446

36782315N

COMMERCIAL DIVISION

Uniform Commercial Code

(225) 928-4704

Fax

(225) 922-0452

Administrative Services

(225) 925-4704

Fax

(225) 925-4726

Corporations

(225) 925-4704

Fax

(225) 922-0435

Dear Ms. Street:

LOUISIANA BAR ASSOCIATION

It has been a pleasure to approve and place on file your articles of incorporation. The appropriate evidence is attached for your files, and the original has been placed on file in this office.

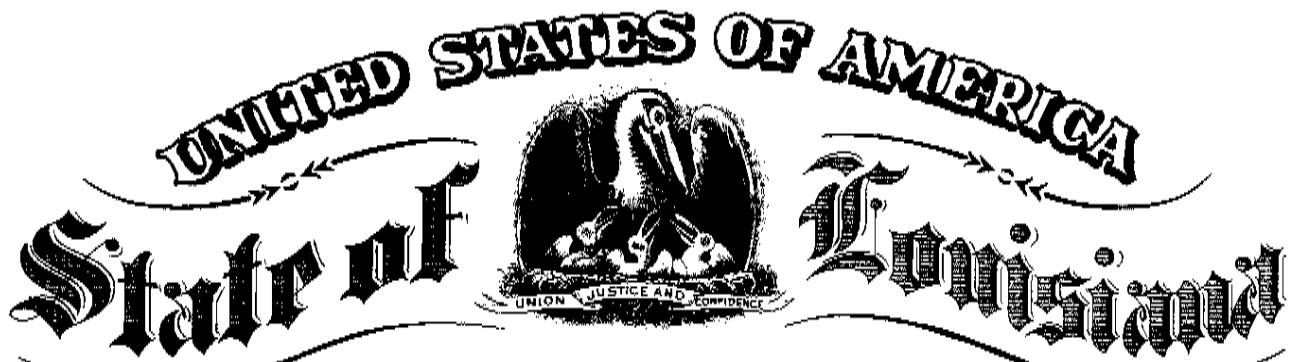
Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

A handwritten signature in black ink, appearing to be "JD", is written over a horizontal line.

MPH



**Jay Bardenne**  
**SECRETARY OF STATE**

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*

a copy of the Articles of Incorporation of

**LOUISIANA BAR ASSOCIATION**

Domiciled at LEESVILLE, LOUISIANA,

Was filed and recorded in this Office on June 25, 2008,

And all fees having been paid as required by law, the corporation is authorized to transact business in this State, subject to the restrictions imposed by law, including the provisions of R.S. Title 12, Chapter 2.

*In testimony whereof, I have hereunto set  
my hand and caused the Seal of my Office  
to be affixed at the City of Baton Rouge on,*

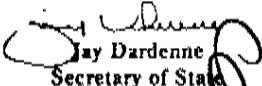
June 25, 2008

  
MPH 36782315N

*Secretary of State*

STATE OF LOUISIANA

Office of the Secretary of State  
I hereby certify that this is a true and correct copy,  
as taken from the original on file in this office.

  
Jay Dardenne  
Secretary of State  
Date: JUN 25 2008

ARTICLES OF INCORPORATION  
OF  
LOUISIANA BAR ASSOCIATION

2008 JUN 16 PM 4:08  
SECRETARY OF STATE

We, the undersigned, incorporators, hereby associate ourselves together to form and establish a corporation NOT FOR PROFIT under the laws of the State of LOUISIANA.

FIRST: The name of the corporation is THE LOUISIANA BAR ASSOCIATION.

SECOND: This Corporation is organized not-for-profit and the activities, objects and purposes of this Corporation and the uses to which the property of this Corporation is dedicated are:

(a) to uphold and defend the Constitution of the United States of America and of the State of Louisiana;

(b) to provide continuing legal education opportunities for dialogue, advancement and improvement of all aspects of the legal profession and the system of justice through meetings, seminars, communications, publications, programs and activities;

(c) to apply the knowledge and experience of the legal profession to the promotion of the public good;

(d) to elevate the standards of integrity, honor and courtesy among the members of the legal profession;

(e) to articulate and advocate the needs and interests of the legal profession and our system of justice;

(f) to, in general, and subject to such limitation and conditions as are or may be prescribed by law, exercise such other powers which are or may be prescribed by law and exercise such other powers which now are, or hereafter may be conferred by law upon a corporation organized as a not-for-

profit corporation under the Louisiana General Corporation Code, necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the Corporation, subject to the further limitation and condition that only such powers shall be exercised as are in the furtherance of the exempt purposes of organizations set forth in Section 501(c)(6) of the Internal Revenue Code and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

The Corporation shall only engage in activities permitted by its Articles of Incorporation, the Bylaws and not-for-profit corporation laws of LOUISIANA.

THIRD: The location of its registered office in this state is 385 R. C. Stephens Rd., Leesville, LOUISIANA.

FOURTH: The name and correct post office address of its resident agent are Christine Street, 385 R. C. Stephens Rd., Leesville, LOUISIANA.

FIFTH: The term for which this corporation shall exist is PERPETUAL.

SIXTH: The number of directors, to be known as the Executive Council, shall be SEVEN.

SEVENTH: The corporation shall not have authority to issue capital stock. The conditions of membership in this Corporation shall be fixed by the Bylaws; provided, that the voting members of this Corporation shall be limited to citizens whom are in good standing of the States, territories or possessions of the United States.

EIGHTH: The conditions of membership shall be fixed by the by-

laws.

NINTH: This Corporation shall be managed by a Board of Governors which shall constitute the governing body of this Corporation within the meaning of the Louisiana General Corporation Code; the number of governors shall be fixed by the Bylaws, as from time to time amended.

TENTH: These Articles of Incorporation may be amended upon a resolution adopted by the Board of Governors pursuant to and in accordance with-and any amendments thereto.

ELEVENTH: For the management of the operations and for the conduct of the affairs of the Corporation, and in further definition, limitation and regulation of the powers of the Corporation and its governors and members, it is further provided:

(a) the Corporation shall use its funds only to accomplish the objectives and purposes specified in the Articles of Incorporation and Bylaws except such funds deemed as expenses of purposes of carrying out duties of the Corporation. Upon dissolution of the Corporation, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organization to be selected by the Board of Governors.

(b) Any such organization selected shall, at the time, qualify as an exempt organization or organizations under the provisions of the Internal Revenue Code, as amended, and its regulations as they now exist or as they may hereafter be amended by the Board of Governors shall determine. Any assets of the Corporation not so disposed of by the Board of Governors shall be disposed of by the District Court for Vernon Parish, Louisiana,

exclusively for such purposes or to such organization or organizations, as said court shall determine, said organization or organizations being organizations which are organized and operated exclusively for charitable, educational, scientific, or philanthropic purposes.

TWELFTH: The governor of this Corporation shall have no personal liability to the Corporation or its members for monetary damages for breach of fiduciary duty as a governor, except to or any successor provision of the Louisiana General Corporation law as amended from time to time, expressly provides that the liability of the governor may not be eliminated or limited.

THIRTEENTH: The names of the incorporators are as follows:

Eddie Leon Andrews, 4 Smedley Lane, Newtown Sq., Pennsylvania, 19073

Delant Cory Palmerton, P.O. Box 582, Murphy, Oregon 97533

Sharon Kay Andrews, 4 Smedley Lane, Newtown Sq., Pennsylvania, 19073

Christine Ione Street, 385 R. C. Stephens Rd., Leesville, Louisiana, 71446

Fourteen: The names of each person who will serve as a trustee or director are:

Eddie Leon Andrews, 4 Smedley Lane, Newtown Sq., Pennsylvania, 19073

Delant Cory Palmerton, P.O. Box 582, Murphy, Oregon 97533

Sharon Kay Andrews, 4 Smedley Lane, Newtown Sq., Pennsylvania, 19073

Christine Ione Street, 385 R. C. Stephens Rd., Leesville, Louisiana, 71446

All consent to appoint of Director

Fifteen: The initial board of directors shall consist of at least seven (7) members, who need not be residents of the state Louisiana.

Eddie Leon Andrews Eddie Leon Andrews

Delant Cory Palmerton Delant Cory Palmerton

Sharon Key Andrews Sharon Key Andrews

Christine Ione Street

IN TESTIMONY WHEREOF, we have hereunto subscribed our names as incorporators, this 9 day of June, 2008.

Christine Ione Street Christine Ione Street  
Signature of Authorized Officer Name of Signer (printed or typed)

337-463-5207 Secretary  
Phone Number Title/Position

STATE OF LOUISIANA )  
 ) ss:  
PARISH OF VERNON )

BE IT REMEMBERED, that on this 9 day of June, 2008, before me, the undersigned, a notary public within and for the county aforesaid, came Christine Ione Street, of who is personally known to me to be the same person who executed the foregoing instrument of writing, and has duly acknowledged to me the execution thereof.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal the day and year hereinabove written.

Shana M Singletary  
Notary Public

My commission expires:  
at death

SHANA M. SINGLETARY  
NOTARY PUBLIC  
NOTARY NO. 33603

**AGENT'S AFFIDAVIT AND ACKNOWLEDGEMENT OF ACCEPTANCE**

I hereby acknowledge and accept the appointment of registered agent for and on behalf of the above named corporation.

Registered agent(s) signature(s): Christine Lane Street

Sworn to and subscribed before me this 25<sup>th</sup> day of June, 2008.

NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #

Shana M. Singletary  
Notary Public

SHANA M. SINGLETARY  
NOTARY PUBLIC  
NOTARY NO. 33603