

United States of America

State of Wisconsin

Department of State

W 10315

To All to Whom These Presents Shall Come:

The undersigned, as Secretary of State of the State of Wisconsin, hereby certifies that, on the 27th day of April, 1965, Articles of Incorporation were filed in my office under the provisions of Chapter 181 of the Wisconsin Statutes, for the following corporation formed

WITHOUT STOCK AND NOT FOR PROFIT:

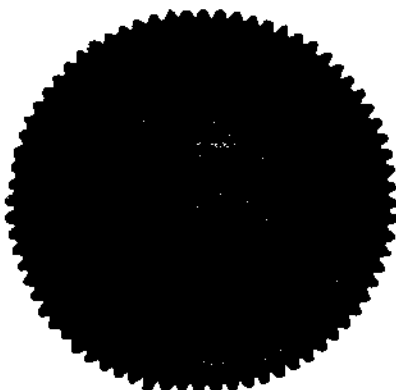
Name: WISCONSIN STATE UNIVERSITY - STEVENS POINT, FOUNDATION INC.

Principal Office: Stevens Point, Wisconsin

Purposes for which organized: To operate exclusively for educational purposes.

I hereby certify that a certificate has been filed in my office to the effect that a duplicate of said Articles, bearing my certificate, was recorded in the office of the Register of Deeds of Portage County, Wisconsin, on the 3rd day of May, 1965.

THEREFORE, The State of Wisconsin does hereby grant unto the said corporation the powers and privileges conferred by the Wisconsin Statutes for the purposes stated and in accordance with said Articles.



In Witness Whereof, I have hereunto set my hand and affixed my official seal at the Capitol, in the City of Madison, this 12th day of May

A. D. 1965

Robert C. Zimmerman
ROBERT C. ZIMMERMAN
Secretary of State

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

United States of America

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State of Wisconsin — Department of State

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that

Articles of Incorporation

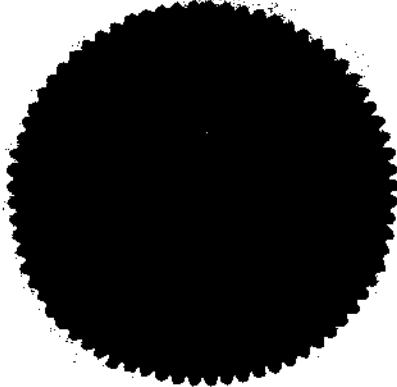
of

WISCONSIN STATE UNIVERSITY-STEVENSON POINT, FOUNDATION INC.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

In Testimony Whereof, I have hereunto set my hand and affixed

my official seal at the Capitol, in the city of Madison, this
27th day of April, A.D., 1965



Robert C. Zimmerman
ROBERT C. ZIMMERMAN
Secretary of State

WISCONSIN STATE UNIVERSITY - STEVENS POINT, FOUNDATION INC.

STEVENS POINT, WISCONSIN

We, whose names are hereunto subscribed, and all being citizens of the United States and the State of Wisconsin, do hereby associate ourselves and our successors into a body corporate under the provisions of Chapter 181 of the Code of Wisconsin, and acts in addition thereto and amendatory thereof, with all the powers, rights, and privileges granted to and possessed by corporations not for pecuniary profit, and do adopt the following Articles of Incorporation.

ARTICLE I.

NAME AND LOCATION OF PRINCIPAL OFFICE

The name of this corporation shall be "WISCONSIN STATE UNIVERSITY - STEVENS POINT, FOUNDATION INC." and its principal office shall be at 1100 Main Street in the city of Stevens Point, Portage County, Wisconsin.

ARTICLE II.

PURPOSES AND OBJECTIVE

This corporation is organized and shall be operated exclusively for education purposes, all for the public welfare and is authorized to accept, hold, administer, invest, and disperse for scientific and educational purposes

such funds or properties as may from time to time be given to it by any person, firm, or corporation, to receive gifts and make financial and other types of contributions and assistance for the benefit of the Wisconsin State University - Stevens Point. All the assets and earnings shall be used exclusively for the purposes herein set out, including the payment of expenses incidental thereto; and no part of the net earnings shall inure to the benefit of any member of the corporation.

ARTICLE III.

POWERS

For the furtherance of the purposes and objectives of this corporation, it shall have power:

- (a) To enter into contracts, to sue and be sued, complain and defend, in its corporate name, and to have a corporate seal;
- (b) To borrow money and give its notes or other obligations therefor and to secure payment thereof by pledging, encumbering, and mortgaging any property it may own;
- (c) To sell, convey, and dispose of any real property it may own.

All contracts, mortgages, deeds, and other instruments connected with the purchase, sale, or disposal of real estate for and on behalf of the corporation shall be executed in the corporate name by the President or Vice-President and the Secretary or Assistant Secretary with an impress of the corporate seal attached, and all releases of mortgages, liens,

judgments, or other claims that are required by Law to be made of record may be executed by the President or Vice-President or the Secretary or Assistant Secretary of the corporation with an impress of the corporate seal attached. Any or all such instruments in this paragraph provided may also be executed in the corporate name by such other officers or agents of the corporation as designated and authorized by the Board of Directors and with the corporate seal attached thereto;

(d) To receive and administer funds for scientific and educational purposes;

(e) To take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust, any property, real, personal, or mixed, without limitation as to amount or value, except such limitations, if any, as may be imposed by law;

(f) To sell, convey, and dispose of any property, and to invest, reinvest, or dispose of the principal thereof, or to deal with and expend the income therefrom for any of the before mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received;

(g) To receive any property, real, personal, or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them (but for no other purposes),

and in administering the same to carry out the directions and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal, as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received;

(h) To receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them;

(i) To reject any or all gifts, benefits, or devises which said corporation deems not in the best interests of the objectives and purposes of said corporation;

(j) In general, to exercise any, all, and every power for which a non-profit corporation, organized under the provisions of the laws of the State of Wisconsin for scientific and educational purposes can be authorized to exercise, but not any other power.

ARTICLE IV.

EXEMPTION OF MEMBERS FROM LIABILITY

The corporation shall have no capital stock, and the private property of the incorporators and members shall not be liable for the debts of the corporation.

ARTICLE V.

DISPOSITION OF ASSETS ON DISSOLUTION

Upon dissolution of this corporation, all of its property and assets, after payment of all of its obligations, shall be and become the property of the State of Wisconsin, and the Board of Directors shall thereupon cause appropriate instruments of conveyance to the State of Wisconsin to be executed to the Board of Regents of the State Colleges, or its successor, conditioned, however, for the perpetual use of the Wisconsin State University - Stevens Point, or its successor, for the purposes set forth in Article II hereof.

ARTICLE VI.

AMENDMENTS

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These Articles, except Article IV, may be amended at any annual meeting of the members or at any special meeting of the members called for that purpose by a vote of the majority of the members present. Notice of any meeting at which it is proposed to amend these Articles shall be given by notice in writing, signed by the Secretary, fixing the time and place of such meeting, and setting forth the prospective amendment in substance, and mailed to the members at the last known Post Office address not less than ten (10) days and not more than thirty (30) days prior to such meeting. No other notice therefore shall be required.

ARTICLE VII.

DURATION

This corporation shall commence business as soon as practical after these Articles are filed and recorded as by law provided, and shall continue perpetually unless sooner dissolved by a three-fourths vote of all the members hereof, or by act of the Legislature of the State of Wisconsin, or by operation of law.

ARTICLE VIII.

MEMBERSHIP

The membership of this corporation shall not be less than nine (9) and the original incorporators shall be the first members. "Any" person may be elected to membership in this corporation by a majority vote of the Board of Directors. There shall be four (4) classes of membership and the method of acceptance of members of each class shall be set forth in the By-Laws.

ARTICLE IX.

BOARD OF DIRECTORS AND OFFICERS

The affairs and business of this corporation shall be conducted by a Board of Directors of nine (9) members who shall be members of this corporation, selected at the annual meeting of the members of the corporation, one of whom shall be elected President, one elected Vice-President.

Until the first meeting as above set forth the following persons shall be Directors:

1. John C. Thomson
2. James H. Albertson
3. Judith Christensen
4. Robert S. Lewis
5. Hiram D. Anderson, Jr
6. Elizabeth Pfiffner DeBot
7. Carl N. Jacobs
8. Joseph Hartz
9. S. G. Kingston

*(For addendum
see page 9)*

ARTICLE X.

VOTING

Each member shall be entitled to one vote on any question properly coming before any regular or special meeting of the members.

ARTICLE XI.

The name and address of the initial registered agent

James H. Albertson, Wisconsin State University, Stevens Point, Wis.

IN WITNESS WHEREOF, We have hereunto signed our names
this 23rd day of April, 1965.

INCORPORATORS

ADDRESSES

<u>John C. Johnson</u>	<u>516 Simms Ave Stevens Point, Wis</u>
<u>James D. Allerts</u>	<u>617 Verdel Ave Park Ridge Stevens Point, Wis</u>
<u>Judith Christensen</u>	<u>312 1/2 East Avenue Stevens Point</u>
<u>Robert S. Lewis</u>	<u>112 Green Ave. Stevens Point, Wis</u>
<u>Hermon S. Anderson</u>	<u>202 Seneca Park Ridge, Stevens Point</u>
<u>Diabith Higgins DeBot</u>	<u>1109 Wisconsin St., Stevens Point</u>
<u>Carl W. Jacob</u>	<u>415 Strong Ave Stevens Point Wis</u>
<u>Ed Blank</u>	<u>903 Cedar St Stevens Point Wis</u>
<u>Samuel S. Kingston</u>	<u>1060 Main St Stevens Point, Wis</u>

STATE OF WISCONSIN)
) ss
COUNTY OF PORTAGE)

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Be it remembered that on the 23rd day of April, 1965,
before me, the undersigned, a Notary Public in and for Portage County,

- John C. Thomson 516 Sunrise Ave., Stevens Point, Wis.
- James H. Albertson 617 Viertel Ave., Park Ridge, Stevens Point, Wis.
- Judith Christensen 312 1/2 E. Avenue, Stevens Point, Wis.
- Robert S. Lewis 112 Green Ave., Stevens Point, Wis.
- Hiram D. Anderson, Jr. 202 Sunrise Ave., Stevens Point, Wis.
- Elizabeth Pfiffner DeBot 1109 Wisconsin St., Stevens Point, Wis.
- Carl N. Jacobs 415 Strongs Ave., Stevens Point, Wis.
- Joseph Hartz 903 Clark St., Stevens Point, Wis.
- S. G. Kingston 1060 Main St., Stevens Point, Wis.

to me personally known to be the identical persons named in and who
executed the foregoing instrument as Incorporators, and whose signatures
and names are affixed thereto, and acknowledged that they executed the
same as their voluntary act and deed. Witness my hand and Notarial Seal
at Stevens Point, Portage County, Wisconsin, this 23rd day of April,
19 65



STATE OF WISCONSIN SS
DEPARTMENT OF STATE

FILED
APR 27 1965

Arvin Allen

Notary Public, Portage County, Wis.

ROBLER
SECRETARY OF STATE

My Commission Expires June 26, 1966

254581

John C. Thomson, etal

TO

Wisconsin State University-

Stevens Point, Foundation, Inc.

C.C. of ARTICLES OF INCORPORATION

PORTAGE COUNTY, WIS.

Received for Record this 3rd day of May
A. D. 1965 at 1:00 o'clock P. M. and

recorded in Vol 236 of Rec. on page 514-520

Lillian A. Haka
Register of Deeds

Sophine Johnson Deputy

Dr. James H. Albertson
617 Varsity Ave - Park Ridge
City

Ord. # 5. 50