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BOOK 32 PAGE 382
1979 FEB 26 AM 10:38
MARY E. WELTY
RECORDER
MADISON COUNTY, IOWA
Fee 12 00

Compared

FEB 26 1979
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
ST. CHARLES COMMUNITY SERVICES

To the Secretary of State
of the State of Iowa:

The undersigned, a citizen of the State of Iowa, acting as an Incorporator of a corporation under the Iowa Non-profit Corporation Act under Chapter 504 A, Code of Iowa, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is St. Charles Community Services.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The principal place of business of the corporation shall be in Madison County, Iowa, and the address of its registered office in the State of Iowa is R. R. 1, St. Charles, Iowa 50240, and its agent at such address is Sheryl Young.

ARTICLE IV

This corporation is organized for the purpose of forming and operating a day care center and for related educational and charitable purposes.

ARTICLE V

The corporation shall have, but not be limited to, the following powers:

1. To own, buy, sell, convey, encumber and dispose of property, real, personal or mixed, and to invest and re-invest the principal thereof, and to deal with and

expend the income therefrom for the above mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received;

2. To receive any property, real, personal or mixed, in trust,under the terms of any will, or any trust instrument, for the purposes therein stated, or any of them, but for no other purposes and in administrating the same to carry out the directions and exercise the powers contained in the trust instrument under which the property is received, including the expenditures of principal as well as the income for one or more such purposes, if authorized or directed in the trust instrument under which it is received;

3. 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 one or more of the foregoing purposes;

4. In general to exercise any, all and every power for which a corporation not for pecuniary profit under Chapter 504-A is authorized to exercise.

ARTICLE VI

In the event of dissolution of this 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 in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as 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 provisions of any future United States Internal Revenue Law which is, or may have been enacted), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District 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 or operated exclusively for such purposes.

ARTICLE VII

The date on which the corporate existence shall begin is the date on which Secretary of State issues the Certificate of Incorporation.

ARTICLE VIII

The number of Directors constituting the initial Board of Directors of the corporation is four, and the names and addresses of the persons who are to serve as the initial Board of Directors are:

Sandy Smith
R. R. 1
St. Charles, Iowa
50240

Cindy Bortel
R. R. 1
St. Charles, Iowa
50240

Vickie Stevenson
Truro, Iowa
50257

Sheryl Young
R. R. 1
St. Charles, Iowa 50240

The name and address of the undersigned incorporator is;

Sandy Smith
R. R. 1
St. Charles, Iowa
50240

Sandy Smith
Sandy Smith, Incorporator

STATE OF IOWA
)SS
MADISON COUNTY

On this 26th day of January, 1979, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Sandy Smith to me known to be the person named in and who executed the foregoing article of incorporation, and acknowledged that she executed same as her voluntary act indeed.

GORDON K. DARLING, JR.

Gordon K. Darling, Jr.
Notary Public in and for the
State of Iowa

[redacted] SECRETARY OF STATE
Des Moines, Iowa

[illegible] instrument recorded in [redacted] 8-B, Page 295, February 7, 1979
[illegible] Perpetual, Corp. No. 100772, Receipt No. [illegible]
Filed by Darling & Chizhevsky, Attys, Winterset, Iowa 50273
Filing Fee 10.00, Recording Fee 2.00
[illegible] Secretary of State