

State of Indiana
Office of the Secretary of State

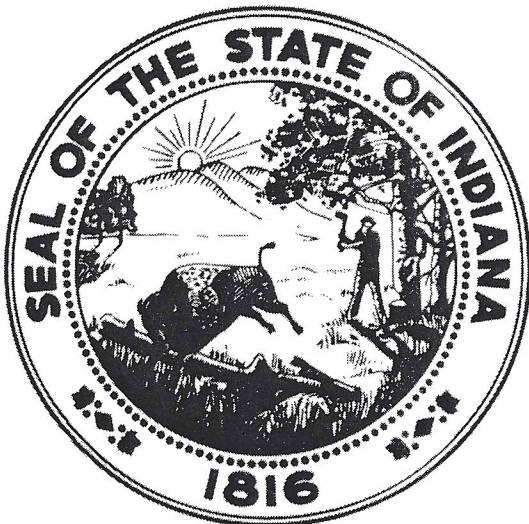
CERTIFICATE OF INCORPORATION

of

AHEPA-DAUGHTERS OF PENELOPE DISTRICT #12 FOUNDATION, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Wednesday, June 20, 2007.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, June 20, 2007.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE



ARTICLES OF INCORPORATION FOR A NONPROFIT CORPORATION

State Form 4162 (R10/1-03) Corporate Form No. 364-1 (October 1984)

Approved by State Board of Accounts 1995

TODD ROKITA
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

INDIANA SECRETARY OF STATE
RECEIVED
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NOTES:

1. Nonprofit corporations must qualify with the Internal Revenue Service and the Indiana Department of Revenue. It is strongly suggested you do not complete or file this form before contacting both agencies.

2. Article VII must be completed appropriately. Please see (1) above.

Indiana Code 23-17-3-2

FILING FEE: \$30.00

INSTRUCTIONS:

1. Use 8 1/2" x 11" white paper for attachments.
2. Present original and one (1) copy to the address in the upper right corner of this form.
3. Please type or print.
4. Please visit our office on the web at www.sos.in.gov.

ARTICLES OF INCORPORATION

The undersigned incorporator or incorporators, desiring to form a corporation (*hereinafter referred to as the "Corporation"*) pursuant to the provisions of the Indiana Nonprofit Corporation Act of 1991 (*hereinafter referred to as the "Act"*), execute the following Articles of Incorporation.

ARTICLE I - Name and Principal Office

Name of the Corporation: (*the name must include the word "Corporation", "Incorporated", "Limited", "Company" or one of the abbreviations thereof*):

AHEPA-DAUGHTERS OF PENELOPE DISTRICT #12 FOUNDATION, INC.

Principal Office: The address of the principal office of the Corporation is:

| | | | |
|---------------------|--------------|---------|----------|
| Post office address | City | Indiana | ZIP code |
| 1950 W. 79th Place | Merrillville | Indiana | 46410 |

ARTICLE II - Purpose (*optional*)

The purposes for which the Corporation is formed are:

To carry out and promote charitable and educational endeavors and programs within the geographical area encompassed by District Lodge #12 of the National Order of AHEPA, to provide scholarships for worthwhile recipients of families of members and/or members of the various chapters comprising the District; to further finance charitable programs within the District as deemed worthy by the Foundation at such times as the Board of Directors may determine.

ARTICLE III - Type of Corporation (*check only one*)

The Corporation is a:

- public benefit corporation, which is organized for a public or charitable purpose;
- religious corporation, which is organized primarily or exclusively for religious purposes; or
- mutual benefit corporation (*all others*).

ARTICLE IV - Registered Agent and Registered Office

Registered Agent: The name and street address of the Corporation's Registered Agent and Registered Office for service of process are:

| | | | |
|--|--------------|---------|----------|
| Name of Registered Agent | | | |
| Sam Kyres | | | |
| Address of Registered Office (<i>street or building</i>) | City | Indiana | ZIP code |
| 1950 W. 79th Place | Merrillville | Indiana | 46410 |

ARTICLE V - Membership

Indicate if Corporation will have members:

- Yes
- No

(Continued on the reverse side)

ARTICLE VI - Incorporator(s)

Name(s) and address(es) of the incorporator(s) is/are as follows:

| Name | Number and Street or Building | City | State | ZIP code |
|--------------|-------------------------------|--------------|---------|----------|
| Louis Gikas | 2750 Squire Court | Dyer | Indiana | 46311 |
| Angela Doerr | 10051 4th Place | Highland | Indiana | 46322 |
| Sam Kyres | 605 E. 78th Lane | Merrillville | Indiana | 46410 |

ARTICLE VII - Distribution of Assets on Dissolution or Final Liquidation

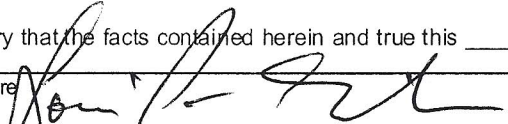
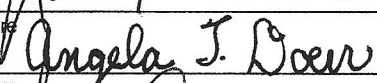

Refer to Indiana Code 23-17-22-5 for permitted activities following Dissolution.

Any funds remaining within the Corporation shall be distributed to any other qualified 501(c)(3) corporation and/or institution to be determined by the Board of Directors at that time. _____

* Please note this section must be completed.

THIS DOCUMENT MUST BE SIGNED BY ALL INCORPORATORS.

In witness whereof, the undersigned incorporator(s) of said Corporation execute(s) this document, and verify(ies) subject to penalties of perjury that the facts contained herein and true this 18 day of June, 2007.

| | |
|---|------------------------------|
| Signature  | Printed name LOUIS GIKAS |
| Signature  | Printed name ANGELA DOERR |
| Signature  | Printed name SAM KYRES |

This instrument was prepared by: (name)

NICK J. THIROs, Attorney 550-45

| | | | |
|------------------------------|----------------------|------------------|-------------------|
| Address 200 E. 90th Drive | City Merrillville | State Indiana | ZIP code 46410 |
|------------------------------|----------------------|------------------|-------------------|



ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION (NONPROFIT)

State Form 4161 (R10 / 1-03) / Corporate Form No. 364-2 (May 1988)

Approved by State Board of Accounts 1995

TODD ROKITA
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington St., Rm. E018
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-17-17-1 et seq.

FILING FEE: \$30.00

INSTRUCTIONS: Use 8 1/2" x 11" white paper for attachments.
Present original and one copy to address in upper right corner of this form.
Please TYPE or PRINT.
Please visit our office on the web at www.sos.in.gov.

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

The undersigned officer of the Nonprofit Corporation named in Article I below (*hereinafter referred to as the "Corporation"*) desiring to give notice of corporate action effectuating Amendment(s) to the Articles of Incorporation, certifies the following facts:

This Corporation exists pursuant to: (*check appropriate box*)

- The Indiana Not-For-Profit Corporation Act of 1971 (IC 23-7-1.1) as amended.
- Indiana General Not-For-Profit Corporation Act (*approved March 7, 1935*)
- Indiana Nonprofit Corporation Act of 1991 (IC 23-17-1) as amended

ARTICLE I - Amendment(s)

SECTION 1: The name of the Corporation is:
AHEPA-DAUGHTERS OF PENELOPE DISTRICT #12 FOUNDATION, INC.

SECTION 2: The date of incorporation of the Corporation is:
JUNE 20, 2007

SECTION 3: The name of the Corporation following this amendment to the Articles of Incorporation is:
SAME

SECTION 4
The exact text of Article(s) Article II of the Articles of Incorporation is now as follows.

The purposes for which the corporation is organized are exclusively religious charitable programs (excluding programs that benefit a building or budget), charitable, scientific, literary and educational within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The exact text of Article III of the Articles of Incorporation is now as follows: The Corporation is a public benefit corporation, which is organized for a public or charitable purpose.

SEE ATTACHED FOR THE EXACT NEW TEXT OF ARTICLE VII

SECTION 5
The date of adoption of the amendment to the Article(s) II, III and VII was June 6, 20 09

ARTICLE II - Manner of Adoption and Vote

SECTION 1: Action by Board of Directors

The Board of Directors duly adopted a resolution proposing to amend the Article(s) of Incorporation: *(select one)*

- At a meeting held on June 6, 20 09, at which a quorum of such Board was present.
- By written consent executed on _____, 20 _____, and signed by all members of such Board.

SECTION 2: Action by members

IF APPROVAL OF MEMBERS WAS NOT REQUIRED:

The Amendment(s) were approved by a sufficient vote of the Board of Directors or incorporators and approval of members was not required.

- Yes No

The Amendment(s) were approved by a person other than the members, and that approval pursuant to Indiana Code 23-17-17-1 was obtained.

- Yes No

IF APPROVAL OF MEMBERS WAS REQUIRED:

| TOTAL | MEMBERS OR DELEGATES ENTITLED TO VOTE AS A CLASS | | |
|-------|--|---|---|
| | 1 | 2 | 3 |

| | | | | |
|---------------------------------------|--|--|--|--|
| MEMBERS OR DELEGATES ENTITLED TO VOTE | | | | |
| MEMBERS OR DELEGATES VOTED IN FAVOR | | | | |
| MEMBERS OR DELEGATES VOTED AGAINST | | | | |

- The manner of the adoption of the Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Act, the Articles of Incorporation, and the By-Laws of the Corporation.

I hereby verify, subject to penalties of perjury, that the facts contained herein are true.

| | |
|------------------------------|-------------------------|
| Signature of current Officer | Printed name of Officer |
|------------------------------|-------------------------|

Title of Officer