

STATE OF LOUISIANA
SECRETARY OF STATE

COMMERCIAL DIVISION

Uniform Commercial Code

(225) 925-4704

Fax

(225) 922-0452

Administrative Services

(225) 925-4704

Fax

(225) 925-4728

Corporations

(225) 925-4704

Fax

(225) 922-0435

JAY DARDENNE
SECRETARY OF STATE

HELEN J. CUMBO
ADMINISTRATOR



July 11, 2007

Steven P. Kendrick
Dorroh & Kendrick
P.O. Box 1889
Jena, LA 71342

36492434N

Mr. Kendrick:

JENA HIGH SCHOOL ALUMNI 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,

Helen J. Cumbo

KGO

STATE OF LOUISIANA

Office of the Secretary of State
Thereby 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: JUL 10 2007 ARTICLES OF INCORPORATION

**JENA HIGH SCHOOL ALUMNI ASSOCIATION
A NON-PROFIT CORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

That, before me, STEVEN PAUL KENDRICK, a Notary Public, within and for the Parish and State aforesaid, duly commissioned, sworn and qualified, personally came and appeared the undersigned, Billy Wayne Fowler, a citizen of the State of Louisiana, above the age of majority, whose street and mailing address is 141 Payton Street, Jena, Louisiana 71342, who declared unto me, Notary Public, in the presence of the two undersigned witnesses, that, availing himself of the provisions of the laws of the State of Louisiana relative to the formation of a non-profit corporation pursuant to the provisions of LSA-R.S. 12:201 et seq., he does by these presents form and organize himself as well as all other persons who may hereafter join or become associated with them or their successors, into a non-profit corporation for the objects and purposes and under the covenants, stipulations, and agreement following, to-wit:

ARTICLE I

The name and style of the corporation shall be:

JENA HIGH SCHOOL ALUMNI ASSOCIATION, a non-profit corporation and under that name it shall have and enjoy perpetual corporate existence, unless sooner dissolved, as herein provided, and shall do and perform such acts and exercise such privileges as are conferred on it by law, and its domicile shall be Jena, LaSalle Parish, Louisiana, and its registered office shall be located at 3225 North First Street, Jena, Louisiana 71342.

ARTICLE II

This corporation is formed for the fostering and advancement of education and for any charitable, literary, and educational purposes, all as set forth, and limited by Section 501(c)(3). To accomplish its avowed purposes, it may acquire real and personal property, by purchase, gift, or donation, may sell or otherwise dispose of it, to borrow money, and, as evidence thereof and security therefor, to execute notes, mortgages, pledges, or other legal instruments, to solicit and collect funds, and generally to do and perform all acts deemed necessary for the accomplishment of the purposes herein enumerated. The purposes of the organization shall include the strengthening of ties between Jena High School (hereafter, JHS) and its alumni, promoting mutually beneficial contacts between students and alumni, supporting student activities to supplement and diversify educational experiences available at JHS, support the quality of education and well being at JHS, awarding a merit scholarship, and to raise funds to support said purposes. The foregoing enumeration shall not be held to limit or restrict in any manner the general powers conferred on this corporation by the laws of the State of Louisiana, all of which are hereby expressly claimed. Notwithstanding, this corporation is not empowered to engage, other than as an insubstantial part of its activities, in activities not in furtherance of the purposes set forth in Section 501(c)(3). The corporation shall be allowed to make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE III.

This Corporation shall have no capital stock, and is organized on a "non-stock basis."

ARTICLE IV.

The membership of this corporation shall consist of all persons who have attended Jena High School, any person who holds faculty or administrative status in the school, as well as any relatives of persons who attended the school or anyone interested in furthering the best interests of Jena High School who are current in their payment of membership dues to the corporation, pursuant to a schedule as set

forth by the Board of Directors of said corporation, and who conform to membership requirements as set forth by the Board of Directors. The corporation shall maintain a roll of members. The current sole member is Billy Wayne Fowler, incorporator herein. Membership may be revoked by a majority vote of the Board of Directors for cause adversely affecting the Association or Jena High School, and initial membership may be denied by the Board of Directors for any reason related to the best interests of the Association or Jena High School.

ARTICLE V.

Subject to the exceptions set forth herein, the temporal affairs of this corporation shall be vested in and exercised by an Administrative Board of not less than three nor more than twenty members, with the directors elected by the members of the corporation, and said directors serving until their successors are elected. The first Administrative Board shall consist of the following parties set forth on the attached "*Exhibit 1.*"

ARTICLE VI.

The officers of this corporation shall be elected by the Administrative Board from its membership. The first officers are:

President:	Billy W. Fowler
Vice-President:	Russell Poole
Secretary:	Billie Thompson
Treasurer:	Bobby Day

The officers shall be elected in two year terms or otherwise as determined by the Board of Directors.

ARTICLE VII.

The following person is designated as the agent for service of process for this corporation.

Steven P. Kendrick
P.O. Box 1889
3225 North First Street
Jena, LA 71342

ARTICLE VIII.

The Administrative Board may, by resolution, adopt By-laws for the government of this corporation. Further, said Board shall have and possess the authority, in the name of the corporation, to buy and sell real and personal property, to accept donations and gifts made to the corporation, to draft budgets for the general expenses of the corporation, to borrow money and execute mortgages and pledges as security therefor, by and through the officers of this corporation, to employ and fix the salary of the employees of this corporation and to establish dues for membership in the corporation.

ARTICLE IX.

This charter may be amended by the affirmative vote of at least two-thirds (2/3rds) of the members present and voting at the annual meeting of said corporation or a meeting regularly called and held for that purpose, after thirty (30) days notice in writing, has been mailed or emailed to each current member as reflected on the roll of said corporation at his last known mailing or email address, with a copy of the proposed amendment. This provision may be waived by the presence of 100% of the members at any particular meeting.

ARTICLE X.

No member of this corporation shall be liable for its debts, contracts, or faults, or on account of any informalities in its organization. The property of this corporation shall constitute a pledge to secure the payments of its obligations.

ARTICLE XI.

The assets of this corporation shall be dedicated to the purposes set forth herein, and which are pursuant to those set forth in section 501(c)(3). No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 hereinabove.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XII

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned hereunto signed their names, in the presence of me, Notary Public, and the attesting witnesses on this the 5th day of July, 2007.

WITNESSES:

Steven K. Keadle
 Printed Name of Witness

Billy Wayne Fowler
BILLY WAYNE FOWLER

Denise McDermott
Denise McDermott
 Printed Name of Witness

Sherry Boole
SHERRY BOOLE
 Notary Public #69569
 NOTARY PUBLIC
 State of Louisiana, Parish of LaSalle
 My Commission is For Life

STATE OF LOUISIANA

PARISH OF LASALLE

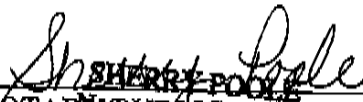
AFFIDAVIT

BEFORE ME, the undersigned authority, duly commissioned and qualified within and for the Parish and State aforesaid, personally came and appeared, **STEVEN P. KENDRICK**, who first being duly sworn, deposed and said that he is the person designated as the agent for service of process by JENA HIGH SCHOOL ALUMNI ASSOCIATION., in the Articles of Incorporation dated _____ . Affiant further declared and said that he accepts the appointment as the registered agent for service of process for the said corporation, and he will well and faithfully perform the duties of that office.



STEVEN P. KENDRICK

SWORN TO AND SUBSCRIBED, before me, Notary Public, this 5th day of July, 2007.



SHERRY POOLE
NOTARY PUBLIC #69569
State of Louisiana, Parish of LaSalle
My Commission is For Life