

08/24/2010 04:19 PM

OKLAHOMA SECRETARY OF STATE



ARTICLES OF INCORPORATION

OF

VILAKAZI FOUNDATION, INCORPORATED. RECEIVED



AUG 24 2010

TO: THE OKLAHOMA SECRETARY OF STATE  
101 State Capitol  
Oklahoma City, Oklahoma 73105

OKLAHOMA SECRETARY  
OF STATE

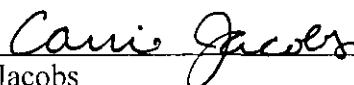
The undersigned, for the purpose of forming a not for profit corporation under the Oklahoma General Corporation Act, do hereby execute the following Articles of Incorporation.

1. The name of the corporation is VILAKAZI FOUNDATION, INCORPORATED (the "Corporation").
2. The latest date on which the Corporation is to dissolve is perpetual.
3. This corporation is organized exclusively for charitable, religious, educational, and scientific purposes as defined or allowed by 26 U.S.C. §§501, *et seq.*, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 26 U.S.C. §501(c)(3) as it now exists, or is hereafter amended.
4. The street address of the principal place of business of the Corporation in the State of Oklahoma is 3916 N.W. 24th Street, Oklahoma City, Oklahoma 73107.
5. The name and address of the registered agent of the Corporation in the State of Oklahoma is Ryan J. Reaves, Mullins, Hirsch, Edwards, Heath, White & Martinez, P.C., 100 Park Avenue, Suite 400, Oklahoma City, Oklahoma 73102.
6. This corporation does not have authority to issue capital stock.
7. This corporation is not for profit, and as such the corporation does not afford pecuniary gain, incidentally or otherwise, to its members, subject to the restrictions and allowances for exempt organizations provided by 26 U.S.C. §§501, *et seq.*
8. 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

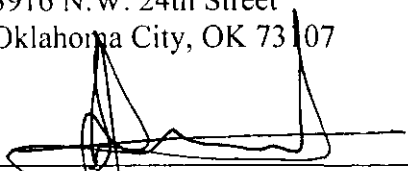
compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in paragraph 3 hereof.

9. 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 by a corporation exempt from federal income tax under 26 U.S.C. §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 26 U.S.C. §170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
10. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of 26 U.S.C. §§501, *et seq.* of the Internal Revenue Code, as it now exists or is hereafter amended. 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.
11. The number of directors to be appointed at the first meeting of the corporation is two (2).
12. The names and addresses of the persons who will be appointed as directors are:
  - a. Carrie Jacobs, 3916 N.W. 24th Street, Oklahoma City, OK 73107
  - b. Leigh Jacobs, 3916 N.W. 24th Street, Oklahoma City, OK 73107
13. The directors shall appoint a managing board of at least five (5) persons, which is empowered to create bylaws, and manage the affairs of the corporation.
14. The corporation shall be governed by the bylaws of the corporation, as they now exist or are hereafter amended, provided that the bylaws may not violate the purposes or restrictions set forth herein.

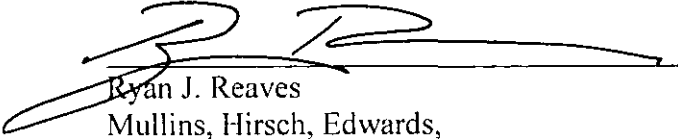
THE UNDERSIGNED, for the purpose of forming a not for profit corporation under the laws of the State of Oklahoma, certify that the facts herein stated are true, and have accordingly hereunto set our hands this 4th day of August, 2010.



Carrie Jacobs  
3916 N.W. 24th Street  
Oklahoma City, OK 73107



Leigh Jacobs  
3916 N.W. 24th Street  
Oklahoma City, OK 73107



Ryan J. Reaves  
Mullins, Hirsch, Edwards,  
Heath, White & Martinez, P.C.  
100 Park Ave., Suite 400  
Oklahoma City, OK 73107