

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CERTIFICATE OF INCORPORATION MISSOURI NONPROFIT

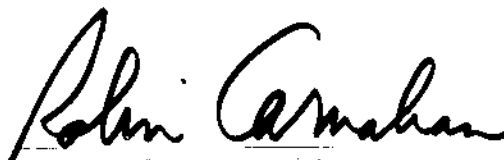
WHEREAS, Articles of Incorporation of

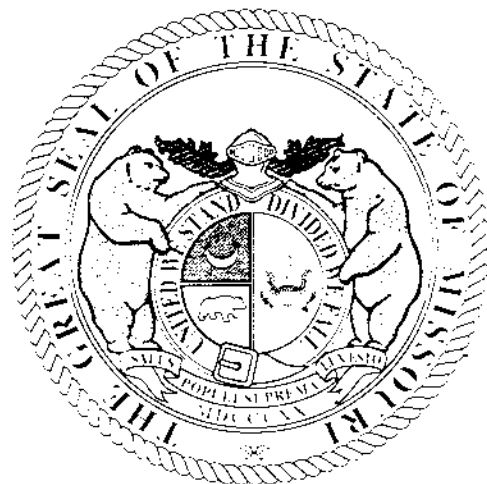
First Americans Land-Grant College and Organization Network
N00711804

have been received and filed in the Office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of the State of Missouri do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 19th day of January, 2006.


Secretary of State





State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

File Number: 200602411207
N00711804
Date Filed: 01/19/2006
Robin Carnahan
Secretary of State

Articles of Incorporation of a Nonprofit Corporation

(To be submitted with a filing fee of \$25)

The undersigned natural person(s) of the age of eighteen years or more for the purpose of forming a corporation under the Missouri Nonprofit Corporation Act adopt the following Articles of Incorporation:

- (1) The name of the corporation is First Americans Land-Grant College and Organization Network
(2) This corporation is a Public Benefit Corporation.
(3) The period of duration of the corporation is Perpetual
(4) The name and street address of the Registered Agent and Registered Office in Missouri is: John L. Phillips 3508 S. Woods Edge Road Columbia, MO 65203
(5) The name(s) and address(es) of each incorporator: See attached Article V (INCORPORATORS).
(6) Does the corporation have members? YES NO
(7) The assets of the corporation will be distributed on dissolution as follows: See attached Article VII (DISSOLUTION CLAUSE).
(8) The corporation is formed for the following purpose(s): See attached Article VIII (PURPOSE STATEMENT).
(9) The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you indicate a future date, as follows:

(Date may not be more than 90 days after the filing date in this Office)

Please see next page

Name and address to return filed document:
Name: John L. Phillips
Address: 3508 S. Woods Edge Road
City, State, and Zip Code: Columbia, MO 65203

State of Missouri
Creation - NonProfit 5 Page(s)



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In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

Signed by Incorporator(s):

Tom Lator

Wesley K. Lippman

Ann Dawn Sey

Martina M. McKinney

First Americans Land-Grant College and Organization Network

Articles of Incorporation

The undersigned, being natural persons of the age of eighteen years or more, for the purpose of forming a nonprofit corporation under the provisions of the Missouri Nonprofit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I (NAME): The name of this corporation is **FIRST AMERICANS LAND-GRANT COLLEGE AND ORGANIZATION NETWORK**.

ARTICLE II (CORPORATION TYPE): This corporation is a public benefit corporation, pursuant to Section 355.881 RSMo.

ARTICLE III (DURATION): The period of duration of the corporation is perpetual.

ARTICLE IV (REGISTERED AGENT): The name and street address of the Registered Agent and Registered Office in Missouri is: John L. Phillips, 3508 S. Woods Edge Road, Columbia, Missouri 65203.

ARTICLE V (INCORPORATORS): The names and addresses of the incorporators are

Terry Tatsey, 100 Badger Creek Road, Browning, MT 59417.

Virgil Dupuis, 1797 South Finley Point, Polson, MT 59860.

Susan Given-Seymour, 4239 Van Horn Lane, Bellingham, WA 98226.

Martina McKinney, 207 Dove Street, Lincoln, ND 58504.

ARTICLE VI (MEMBERSHIP): This corporation shall have members. There shall be only one voting class of membership. All other membership classes shall not have voting rights. Each voting member of this corporation shall be entitled to cast one vote on every matter at any official meeting of the members except to the extent the bylaws provide otherwise. Voting membership consists of and is limited to one representative faculty or staff member from each tribal college and university that is a member of the American Indian Higher Education Consortium. Voting members shall be appointed by the President of the tribal college and university or their designee. Voting membership in the corporation is vested with the tribal college or university, not with the individual that is appointed by the tribal college and university. Except as set forth above, the characteristics, qualifications, rights, limitations and obligations (including transfer rights) of members and conditions of membership shall be as set forth in the bylaws of this corporation.

ARTICLE VII (DISSOLUTION CLAUSE): Upon the dissolution of the corporation, the board of directors shall, after paying provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall 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 provision of any future United States Internal Revenue Law), as the board of directors shall determine.

Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII (PURPOSE STATEMENT): The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 355.025 RSMo and Section 501(c)(3) of the Internal Revenue Code. The corporation is formed for the following purposes:

The vision of the corporation is to ensure the well being of America's indigenous peoples and their tribal nations through the excellence and dedication of tribal college land grant professionals. The mission of the corporation is to foster communication, cooperation and professionalism among Tribal College Land Grant educators. The corporation will:

- Promote and preserve American Indian culture and language in all its professional activities;
- Support member colleges in maintaining the unique identity of Tribal Colleges and Universities;
- Foster collaborative relationships among all Tribal College Land Grant educators;
- Foster equitable partnerships within the U.S. Land Grant system;
- Provide a unified and collective voice that represents the common interests of its Land Grant professionals and enhances the image of the Tribal College Land Grant system and;
- Facilitate and support the professional development of its membership.

ARTICLE IX (EFFECTIVE DATE): The effective date of the articles of incorporation is the date it is filed by the Secretary of State of Missouri.

ARTICLE X (LIABILITY LIMITATIONS): No member, officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE XI (OPERATIONAL LIMITATIONS): Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activity 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)2 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).


ARTICLE XII (LEGISLATIVE OR POLITICAL ACTIVITIES): No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office.

ARTICLE XIII (INUREMENT OF INCOME): No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

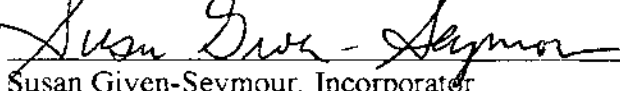
IN AFFIRMATION OF THE FACTS STATED ABOVE, the undersigned have executed these Articles of Incorporation on December 8, 2005.




Terry Tatsey, Incorporator



Virgil Dupuis, Incorporator



Susan Given-Seymour, Incorporator



Martina McKinney, Incorporator