

B484 1188
RECEIPT AND CERTIFICATE

Nº 13945

WRIGHT STATE UNIVERSITY FOUNDATION, INC.

NAME

356459

NUMBER

DOMESTIC CORPORATIONS

ARTICLES OF INCORPORATION
AMENDMENT
MERGER/CONSOLIDATION
DISSOLUTION
AGENT
RE-INSTATEMENT
CERTIFICATES OF CONTINUED
EXISTENCE
MISCELLANEOUS

FOREIGN CORPORATIONS

LICENSE
AMENDMENT
SURRENDER OF LICENSE
APPOINTMENT OF AGENT
CHANGE OF ADDRESS OF AGENT
CHANGE OF PRINCIPAL OFFICE
RE-INSTATEMENT
FORM 7
PENALTY

MISCELLANEOUS FILINGS

ANNEXATION/INCORPORATION—CITY
OR VILLAGE
RESERVATION OF CORPORATE NAMES
REGISTRATION OF NAME
REGISTRATION OF NAME RENEWALS
REGISTRATION OF NAME—CHANGE
OF REGISTRANTS ADDRESS
TRADE MARK
TRADE MARK RENEWAL
SERVICE MARK
SERVICE MARK RENEWAL
MARK OF OWNERSHIP
MARK OF OWNERSHIP RENEWAL
EQUIPMENT CONTRACT/CHATTEL
MORTGAGE
POWER OF ATTORNEY
SERVICE OF PROCESS
MISCELLANEOUS
ASSIGNMENT—TRADE MARK, MARK
OF OWNERSHIP, SERVICE MARK,
REGISTRATION OF NAME

I certify that the attached document was received and filed in the office of TED W. BROWN, Secretary of State, at Columbus, Ohio, on the 15th day of December A. D. 1966, and recorded on Roll B484 at Frame 1188 of the RECORDS OF INCORPORATION and MISCELLANEOUS FILINGS.

Ted W. Brown

TED W. BROWN,
Secretary of State

Filed by and Returned To: Iddings, Jeffrey & Donnelly
Att: Harry P. Jeffrey
1212 Third National Bldg.
Dayton, Ohio 45402

FEE RECEIVED: \$ 25.00

NAME: WRIGHT STATE UNIVERSITY FOUNDATION, INC.

305-38

B484 1189
356459

APPROVED
FOR FILING

BY JH
DATE 12-15-1966

Amount 25.00
FOR OFFICIAL
USE ONLY 305-438

Articles of Incorporation

—OF—

WRIGHT STATE UNIVERSITY FOUNDATION, INC.

(Name of Corporation)

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, not for profit, under Sections 1702.01 et seq., Revised Code of Ohio, do hereby certify:

FIRST. The name of said corporation shall be _____

WRIGHT STATE UNIVERSITY FOUNDATION, INC.

SECOND. The place in Ohio where the principal office of the corporation is to be located is

DAYTON, MONTGOMERY County.

(City, Village or Township)

THIRD. The purpose or purposes for which said corporation is formed are:

To receive and hold gifts, grants, devises and bequests of money, property, and other things of value given for the benefit of Wright State Campus and its successor, Wright State University, and the faculty and students thereof; and to give to Wright State Campus and its successor, Wright State University, and the faculty and students thereof, gifts, grants, and bequests of money and other things of value for educational and research purposes and to aid and assist the said institution and its faculty and students.

To do and perform all things and acts necessary, proper and convenient to the execution of the foregoing, including the purchase, sale, transfer, exchange and holding of the title to real and personal property.

FOURTH. The following persons, not less than three, shall serve said corporation as trustees until the first annual meeting or other meeting called to elect trustees.

GIVE STREET AND POST OFFICE ADDRESS

James M. Cox, Jr.	Dayton Newspapers, Inc., Dayton, Ohio
Edgar E. Hardy	Monsanto Research Corp., Dayton, Ohio
Harry P. Jeffrey	Iddings, Jeffrey & Donnelly, Dayton, Ohio
John E. Keto	Wright-Patterson AFB, Dayton, Ohio
Eugene W. Kettering	Winters National Bank & Trust Co., Dayton, Ohio
George W. Lucas	Bethel Baptist Church, Dayton, Ohio
Richard O. Michael	Champion Papers, Inc., Hamilton, Ohio
Robert S. Oelman	National Cash Register Co., Dayton, Ohio
C. William Verity, Jr.	Armco Steel Corporation, Middletown, Ohio

IN WITNESS WHEREOF, We have hereunto subscribed our names, this 28th day of September, 1966.

<i>James M. Cox, Jr.</i>	<i>Edgar E. Hardy</i>	<i>Harry P. Jeffrey</i>
James M. Cox, Jr.	Edgar E. Hardy	Harry P. Jeffrey
<i>John E. Keto</i>	<i>Eugene W. Kettering</i>	<i>George W. Lucas</i>
John E. Keto	Eugene W. Kettering	George W. Lucas
<i>Richard O. Michael</i>	<i>Robert S. Oelman</i>	<i>C. William Verity, Jr.</i>
Richard O. Michael	Robert S. Oelman	C. William Verity, Jr.

(INCORPORATORS' NAMES SHOULD BE TYPED OR PRINTED BENEATH SIGNATURES)

N. B. Articles will be returned unless accompanied by Form C-103 designating statutory agent.

See Section 1702.06, Revised Code.

100-100

APPRO

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

WRIGHT STATE UNIVERSITY FOUNDATION, INC.

By... 4/11
Amount 25.00

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Robert S. Oelman, President, and Harry P. Jeffrey, Secretary, of Wright State University Foundation, Inc., an Ohio non-profit corporation, do hereby certify that pursuant to the provisions of Section 1702.25 of the Ohio Revised Code by unanimous written consent of all of the members of said corporation the following resolution was adopted:

RESOLVED, that the Articles of Incorporation of Wright State University Foundation, Inc., an Ohio corporation organized not for profit, be amended so that the purpose clause of said corporation shall read as follows:

The purpose or purposes for which said corporation is formed are:

1. To operate exclusively for charitable and educational purposes; no pecuniary profit and no part of its net income or earnings shall inure to the benefit of any member, trustee or officer; and any balance of money or assets remaining after the full payment of corporate obligations of all and any kind shall be devoted solely and exclusively to the charitable and educational purposes of the corporation.
2. To receive and hold gifts, grants, devises and bequests of money, property, and other things of value given for the benefit of Wright State Campus and its successor, Wright State University, and the faculty and students thereof; and to give to Wright State Campus and its successor, Wright State University, and the faculty and students thereof, gifts, grants, and bequests of money and other things of value for educational and research purposes and to aid and assist the said institution and its faculty and students.
3. To do and perform all things and acts necessary, proper and convenient to the execution of the foregoing, including the purchase, sale, transfer, exchange and holding of the title to real and personal property.

IN WITNESS WHEREOF, the said Robert S. Oelman, President, and Harry P. Jeffrey, Secretary, of Wright State University Foundation, Inc., acting for and on behalf of said corporation, have hereunto subscribed their names this 17th day of February, 1969.

Robert S. Oelman
Robert S. Oelman, President

Harry P. Jeffrey
Harry P. Jeffrey, Secretary

CERTIFICATE OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
WRIGHT STATE UNIVERSITY FOUNDATION, INC.

APPROVED
by RB
date 2/14/94
25.0
94021458201

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The undersigned, John S. Haddick, Chairman of the Board of Trustees, and Frederick C. Setzer, Secretary, of WRIGHT STATE UNIVERSITY FOUNDATION, INC., an Ohio nonprofit corporation (the "Corporation"), do hereby certify as follows:

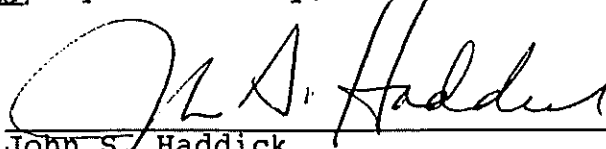
1. The following resolution was duly adopted at a meeting of the Board of Trustees of the Corporation, acting as the members of the Corporation, held on January 20, 1994, at which meeting a quorum was present and acting throughout:

RESOLVED, that Article THIRD of the Articles of Incorporation of the Corporation be, and it is hereby, amended to read as set forth in the Amendment To Articles of Incorporation presented at this meeting.

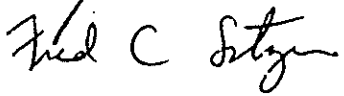
2. The Amendment to Articles of Incorporation attached hereto is the Amendment to Articles of Incorporation that was presented to, and duly adopted by, the Board of Trustees of the Corporation.

3. The trustees of the Corporation shall be taken to be the members of the Corporation, as permitted by Section 1702.14 of the Ohio Revised Code, and accordingly, have the authority to adopt the foregoing Amendment.

IN WITNESS WHEREOF, the undersigned have executed this Certificate as of the 28th day of January, 1994.



John S. Haddick
Chairman of the Board of Trustees



Frederick C. Setzer
Secretary

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MAR 15 1994

WRIGHT STATE UNIVERSITY
FOUNDATION, INC.

RECEIVED
FEB 14 1994
EX-3 TAFT
SECRETARY OF STATE