

Filed this 2nd day of Jan, 2011
[Signature]
SECRETARY OF STATE

RECEIVED
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S.D. SEC. OF STATE

ARTICLES OF INCORPORATION
OF
SOUTHEAST CASA PROGRAM
(DOMESTIC NONPROFIT CORPORATION)

EXECUTED by the undersigned for the purpose of forming a South Dakota nonprofit Corporation under the provisions of SDCL 47-22 South Dakota Nonprofit Corporation Act, as may be from time to time amended.

ARTICLE ONE

The name of the Corporation shall be Southeast CASA Program.

ARTICLE TWO

The term for which this Corporation shall exist shall be perpetual.

ARTICLE THREE

(a) This Corporation is organized and operated exclusively for charitable, scientific and educational purposes within the meaning of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986 (the "Internal Revenue Code").

(b) The Corporation's purpose shall be to promote and protect the best interest of children involved in court proceedings through the advocacy efforts of trained volunteers.

(c) The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to make guarantees, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any and all the purposes for which the Corporation is organized, and to aide or assist other organizations whose activities are such as to further, accomplish, foster or attain any of such purposes, including the powers granted under Chapters 47-22 to 47-26, both inclusive, South Dakota Codified Laws. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organization set forth in Section 501(c) of the Internal Revenue Code and the regulations thereunder as the same now exist or as they may be hereafter amended from time to time. Subject to the above limitations, this Corporation shall have the power to accept and receive gifts and contributions from any source and shall have the right to mortgage, pledge and otherwise encumber its assets in furtherance of its charitable purposes.

(d) The Corporation shall not, except as an insubstantial part of its activities, carry

carry on any activity not in furtherance of its purposes as an organization described in section 501(c)(3) of the Internal Revenue Code, and it shall not be deemed to be organized for the purpose of conducting any such activity. No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Code), and the Corporation shall not participate or intervene in any political campaign (including the publication or distribution of statements) on behalf of or in opposition to any candidate for public office.

(e) Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

(f) This Corporation shall be able to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part thereof and to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may now exist or as they may hereafter be amended.

ARTICLE FOUR

This Corporation is formed without capital stock and shall have no capital stock.

(a) No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporation assets on dissolution of the Corporation.

(b) Upon the dissolution of the Corporation or the windup of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions and exempt from federal income taxes under Section 501(a) of the Internal Revenue Code and its Regulations.

ARTICLE FIVE

The Corporation shall have no members. The affairs of the Corporation shall be managed by its Board of Directors, whose number and method of election shall be set forth in the Bylaws of the Corporation.

ARTICLE SIX

The number of the persons constituting the initial Board of Directors of Corporation shall be nine (9), and the persons who are to serve as the initial Board of Directors, together with their addresses, are as follows:

<u>Name</u>	<u>Address</u>
Mary Dell Cody	2610 Mulberry Street, Yankton, SD 57078.
Elizabeth Fullenkamp	610 West 23 rd Street, Suite 1, Yankton, SD 57078.
Melanie Ryken	317 East 7 th Street, Yankton, SD 57078.
Todd Dvoracek	2000 Mulberry Street, Yankton, SD 57078.
Rob Ness	225 Cedar Street, Yankton, SD 57078.
Elizabeth Rembold	1028 Walnut Street, Yankton, SD 57078.
Steve Sternhagen	1719 Broadway Avenue, Suite C, Yankton, SD 57078.
Karen Hovland	610 West 23 rd Street, Suite 1, Yankton, SD 57078.
Jamie Ryken	244 Gavins Point Road, Yankton, SD 57078.

ARTICLE SEVEN

The place where the principal business of this Corporation is to be transacted is the City of Yankton, South Dakota, and throughout the County of Yankton, South Dakota. The address of this Corporation's registered office is 610 West 23rd Street, Suite 1, P.O. Box 38, Yankton, South Dakota 57078-0038, and the name of the registered agent at such address is Elizabeth Fullenkamp.

ARTICLE EIGHT

The names and addresses of the Incorporators are:

<u>Name</u>	<u>Address</u>
Mary Dell Cody	2610 Mulberry Street, Yankton, SD 57078.
Elizabeth Fullenkamp	610 West 23 rd Street, Suite 1, Yankton, SD 57078.
Melanie Ryken	317 East 7 th Street, Yankton, SD 57078.

ARTICLE NINE

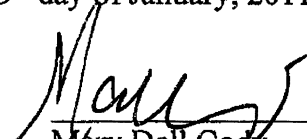
The members of the Board of Directors of the Corporation shall have the power to make, and thereafter to alter or amend, such bylaws of the Corporation as they may deem

proper for the management of the affairs of the Corporation, not inconsistent with these Articles, or with the laws of the State of South Dakota relating to and governing corporations not for pecuniary profit. The Bylaws may be amended by an affirmative vote of two-thirds (2/3) majority of the Board of Directors present at the annual or any special meeting of the Board of Directors, provided that a full statement of each proposed amendment shall be set forth in the notice of such meeting.

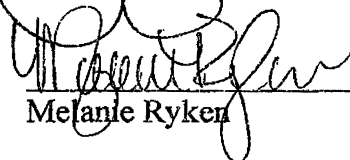
ARTICLE TEN

These Articles of Incorporation may be amended by resolution setting forth said amendment or amendments adopted at any meeting of the majority of the members of the Board of Directors of this Corporation by an affirmative vote of a two-thirds (2/3) majority of the members thereof.

EXECUTED on this 19th day of January, 2011.


_____, Incorporator
Mary Dell Cody


_____, Incorporator
Elizabeth Fullenkamp


_____, Incorporator
Melanie Ryken

STATE OF SOUTH DAKOTA)
 :SS
COUNTY OF YANKTON)

On this the 19th day of January, 2011, before me the undersigned officer, personally appeared Mary Dell Cody, Elizabeth Fullenkamp and Melanie Ryken, known to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same as Incorporators of Southeast CASA Program for the purposes therein contained.

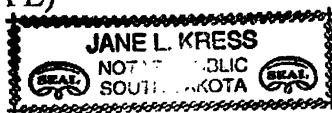
IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Notary Public – South Dakota

My Commission Expires: 4/19/2016

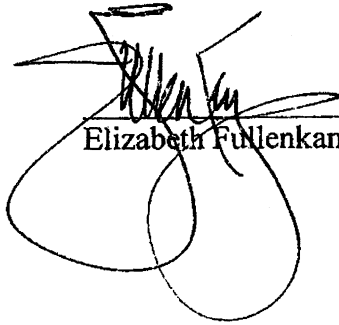
(S E A L)



CONSENT OF REGISTERED AGENT

I, Elizabeth Fullenkamp, consent to be the registered agent of Southeast CASA Program.

Dated this 19th day of January, 2011.



Elizabeth Fullenkamp