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ARTICLES OF INCORPORATION

OF

SOCIETY FOR THE STUDY OF AMPHIBIANS AND REPTILES 3 OCT-6 04700 ***50.

FILED
ELWILL M SHANAHAN
SECRETARY OF STATE
KANSAS

I, the undersigned incorporator, hereby establish a corporation NOT for profit under the laws of the State of Kansas.

ARTICLE 1. Name. The name of the corporation is Society for the Study of Amphibians and Reptiles.

ARTICLE 2. Principal Place of Business. The location of its principal place of business in this state is Museum of Natural History, University of Kansas, Lawrence, Kansas 66045.

ARTICLE 3. Registered Office. The location of its registered office in this state is Suite 502, First National Bank Tower, Lawrence, Douglas County, Kansas.

ARTICLE 4. Registered Agent. The name and address of its resident agent in this state is Stephen R. Edwards, Suite 502, First National Bank Tower, Lawrence, Douglas County, Kansas.

ARTICLE 5. Purpose. This corporation is organized NOT for profit and for the following purposes:

Section 1. To encourage education and dissemination of scientific information through the facilities of the Society.

Section 2. To encourage conservation of wildlife in general and of amphibians and reptiles in particular.

Section 3. To achieve closer cooperation and understanding between amateur and professional herpetologists, so that they may work together in the common cause of furthering science.

ARTICLE 6. Stock. The corporation shall not be authorized to issue capital stock.

ARTICLE 7. Membership. The classes and qualifications of membership shall be set out in the By-Laws.

ARTICLE 8. By-Laws. The Society shall establish by-laws concerning the organization and procedures to be followed.

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ARTICLE 9. Incorporator. The name and place of residence of the incorporator is Stephen R. Edwards, 2454 Arkansas, Lawrence, Kansas 66044.

ARTICLE 10. General Prohibitions. Notwithstanding any provision of these Articles which might be susceptible to a contrary interpretation:

1. the Society shall be organized and operated exclusively for scientific and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954;
2. no part of the net earnings of the Society shall or may under any circumstance inure to the benefit of any private shareholder or individual;
3. no substantial part of the activities of the Society shall consist of carrying on propaganda, or otherwise attempting to influence legislation;
4. the Society shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office;
5. the Society shall not be organized or operated for profit;
6. the Society shall not:
 - a. lend any part of its income or corpus, without the receipt of adequate security and a reasonable rate of interest;
 - b. pay any compensation, in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered;
 - c. make any part of its services available on a preferential basis;
 - d. make any purchase of securities or any other property for more than adequate consideration in money or money's worth from:
 - e. sell any securities or other property for less than adequate consideration in money or money's worth to; or
 - f. engage in any other transactions which result in a substantial diversion of its income or corpus;to any officer, member of the Board of Directors, or substantial contributor to the organization.

The prohibitions contained in this subsection 6 do not mean to imply that the organization may make such loans, payments or sales to or purchases from anyone else, unless such authority be given or implied by other provisions of these Articles or the By-Laws.

7. Notwithstanding any other provision of these articles, the Society 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 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 11. Distribution on Dissolution. Upon dissolution of the Society, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Society, distribute the assets of the Society to one or more organizations as determined by the Board, which organization or organizations shall meet the limitations prescribed in subsections 1 to 6 inclusive, of Article 10 immediately preceding. Any such assets not so disposed of shall be disposed of by the District Court 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.

ARTICLE 12. Directors. The names and places of residence of the initial directors are:

- James L. Vial, Department of Biology, University of Missouri, Kansas City, Kansas City, Missouri 64110,
- Max A. Nickerson, Milwaukee Public Museum, 800 West Wells Street, Milwaukee, Wisconsin 53233,
- Stephen R. Edwards, Museum of Natural History, University of Kansas, Lawrence, Kansas 66045,
- Henri C. Seibert, Department of Zoology, Ohio University, Athens, Ohio 45701,
- Richard D. Worthington, Department of Biological Sciences, The University of Texas, El Paso, Texas 79968,
- James E. Huheey, Department of Chemistry, University of Maryland, College Park, Maryland 20742,
- John W. Wright, Natural History Museum of Los Angeles County, Los Angeles, California 90007,
- Harry W. Greene, Department of Zoology, University of Tennessee, Knoxville, Tennessee 37918,
- Richard R. Montanucci, Department of Zoology, Clemson University, Clemson, South Carolina 29631,

IN TESTIMONY WHEREOF I have hereunto subscribed my name this 23 day of September, 1976.


Stephen R. Edwards

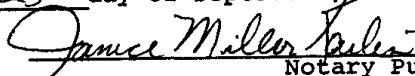
STATE OF KANSAS)
COUNTY OF DOUGLAS) ss.

BE IT REMEMBERED, that on this 23rd day of September, 1976, before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared the above named Stephen R. Edwards, who is personally known to me to be the same person who executed the foregoing instrument of writing and duly acknowledged the execution of the same.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal, this 23rd day of September, 1976.

JANICE MILLER KARLIN
NOTARY PUBLIC
STATE
DOUGLAS COUNTY, KANSAS
My Appointment Expires _____

commission expires August 12, 1979


Notary Public