

CERTIFICATE OF INCORPORATION
OF
OKLAHOMA JUMP\$TART COALITION, INC.
(Not for Profit)

TO: OKLAHOMA SECRETARY OF STATE
2300 N. Lincoln Blvd., Room 101 State Capitol Building
Oklahoma City, Oklahoma 73105-4897
(405) 521-3912

The undersigned Incorporators, the names and addresses of which are shown below, being individuals legally competent to form a not for profit corporation under the “Oklahoma General Corporation Act” of the State of Oklahoma, and a majority of whom are citizens of the United States, hereby adopt and execute the following Certificate of Incorporation:

ARTICLE I

The Name of the Corporation, (the Corporation) is: **Oklahoma Jump\$tart Coalition, Inc.**

ARTICLE II

The address of the Corporation’s principal and registered office in the State of Oklahoma is: **226 Dean A. McGee Avenue, Suite 300, Oklahoma City, Oklahoma County, Oklahoma 73102**

The name of its registered agent at such address is: **Oklahoma Jump\$tart Coalition, Inc.**

ARTICLE III

The duration of the Corporation is perpetual.

ARTICLE IV

The purpose for which the Corporation is formed is as follows:

- a) To strengthen the personal financial literacy of youth and adults in Oklahoma.
- b) To operate exclusively for charitable and educational purposes under Section 501(c) (3) of the Internal Revenue code, or corresponding section of any future federal tax code, including the making of distributions to organizations that qualify as exempt

organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

- c) To do all things and perform all acts permitted a not for profit corporation under the laws of Oklahoma in furtherance of the above purposes within the requirements of Section 501(c)(3) of the Internal Revenue code or corresponding section of any future federal tax code.

ARTICLE V

The Corporation shall adhere to the following provisions:

- a) In the event of the dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, all assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, and shall be distributed to one or more organizations with similar charitable or educational purposes to this Corporation.
- b) The Corporation shall have no capital stock and shall not be authorized to issue capital stock. The Corporation is not formed for pecuniary or financial gain. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its Directors, Officers, Members 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 of the Corporation.
- c) No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate of public office, including the publishing or distribution of statements.
- d) In any taxable year in which the Corporation has been found by the Internal Revenue Service to be a private foundation as described in Section 509(a) of the Internal Revenue Code, the Corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4921(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE VI

The Corporation shall be a membership organization. Members, whose dues are current, shall have the right to amend this Certificate of Incorporation and elect directors. Additional

membership categories and rights may be established in the bylaws of the Corporation as set forth by the Board of Directors.

ARTICLE VII

The Corporation may by its Bylaws make provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same are not inconsistent with this Certificate of Incorporation or contrary to the laws of the state of Oklahoma or the United States. The number of Directors of the Corporation to be elected at the first meeting shall be eleven (11). The name and mailing address of each Director is as follows:

Cynthia Campbell	P. O. Box 45750	Tinker AFB, OK 73145
Liz Brandon	P. O. Box 3000	Oklahoma City, OK 73101
Melissa Crawford	P.O. Box 3000	Oklahoma City, OK 73101
Jo Ann Murray	1600 Jenkins Ave., Rm 112	Norman, OK 73072
Amy Welch	1900 NW Expressway, Ste 910	Oklahoma City, OK 73118
Pam Charles	55 N. Robinson, MC 1040OKC	Oklahoma City, OK 73102
Pamela Gutel	226 Dean A. McGee Ave, Ste 300	Oklahoma City, OK 73102
Inger Guiffrida	4212 Blue Sage Road	Norman, OK 73072
Paul Shinn	4606 S. Garnett, Ste 100	Tulsa, OK 74146
Dawn Hix	P.O. Box 1210	Durant, OK 74701
Denise A. Lant	6119 East 91 st St.	Tulsa, OK 74137
Matt Guillory	401 NW 30 th St.	Oklahoma City, OK 73118

ARTICLE VII

The name and mailing address of each incorporator is as follows:

Cynthia Campbell	P. O. Box 45750	Tinker AFB, OK 73145
Liz Brandon	P. O. Box 3000	Oklahoma City, OK 73101
Pamela Gutel	226 Dean A. McGee Ave, Ste 300	Oklahoma City, OK 73102

WE, 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 _____ day of _____, 2012.

Cynthia Campbell, Incorporator

Pamela Gutel, Incorporator

Liz Brandon, Incorporator