

ARTICLES OF INCORPORATION
OF
THE SAINT THOMAS MORE SOCIETY OF ARKANSAS, INC.

The undersigned natural person of the age of 21 years or more, acting as incorporator for the purpose of creating a nonprofit corporation under the Arkansas Nonprofit Corporation Act, A.C.A. §§4-33-101 et seq., does hereby certify that:

ARTICLE I

The name of the corporation is The Saint Thomas More Society of Arkansas, Inc. The existence of the corporation is perpetual. The principal office of the corporation is located at 617 Louisiana Street, Little Rock, Arkansas, and its registered agent at that address is Scott L. Marczuk.

ARTICLE II

The corporation shall have members.

ARTICLE III

The corporation is a public benefit corporation. Its purposes are:

(a) To encourage its members to apply the principles and ideals exemplified by St. Thomas More in their professional and personal conduct;

(b) To promote and foster high ethical principles in the legal profession generally and, in particular, in the community of Catholic lawyers'

(c) To increase the spiritual and legal knowledge of its members;

(d) To promote the social relationship of its members with one another;

and

(e) To operate exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code")(or the corresponding provision of any future United States Internal Revenue law).

ARTICLE IV

Notwithstanding any other provision of these articles:

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of the purposes forth in Article III hereof;

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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;

(c) The corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law) or (ii) by a corporation, contributions to which are deductible under section 170(C)(2) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

(d) The corporation shall make distributions at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code; the corporation shall not engage in any act of self-dealing (as defined in section 4941(d) of the Code) which would subject it to tax under section 4941 of the Code; the corporation shall not retain any excess business holdings (as defined in section 4943(c) of the Code) which would subject it to tax under section 4943 of the Code; the corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Code; and the corporation shall not make any taxable expenditures (as defined in

section 4945(d) of the Code) which would subject it to tax under section 4945 of the Code.

ARTICLE V

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation set forth in Article III hereof, or to any such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes at such time so as to qualify as an organization or organizations exempt from federal income tax under the provisions of Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law). Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such charitable, educational, or scientific purposes as the Court shall determine, to an organization or organizations which are organized and operated exclusively for such purposes.

ARTICLE VI

The name of the incorporator is Frank B. Sewall, who resides at 2200 North Spruce Street, Little Rock, Arkansas 72207.

ARTICLE VII

Amendment to these Articles of Incorporation must be initiated and approved by the Board of Directors prior to such amendment being submitted to the members for approval.


ARTICLE VIII

The corporation shall have no less than three (3) or more than fifteen (15) Directors. The initial Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Paul James	2500 North Fillmore Little Rock, Arkansas 72207
Scott L. Marczuk	617 South Louisiana Little Rock, Arkansas 72201
David F. Menz	5 Sunset Drive Little Rock, Arkansas 72207

The terms of office of the Board of Directors shall be three (3) years, provided, however, that the terms of the initial Directors may be shorter than three (3) years to allow for staggered terms in accordance with A.C.A. §4-33-806.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on the 15th day of November, 1999.



 Frank B. Sewall, Incorporator

ACKNOWLEDGMENT

STATE OF ARKANSAS)
)
COUNTY OF PULASKI)

On this day, before the undersigned, a Notary Public, duly commissioned and acting, appeared in person the within named Frank B. Sewall whose name appears in the foregoing instrument, and stated that he had executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal this 15 day of November, 1999.



 Notary Public

My Commission Expires:
6-11-2009

