

The following are the "Articles of Incorporation" for the RECA Foundation. They are in scanned image format and cannot be edited as such. However, any non-profit organization is free to use them to write their own Articles as they wish.

601-416-884

ARTICLES OF INCORPORATION  
OF  
RECA FOUNDATION

COPY

The undersigned, acting as an incorporator under the Washington Nonprofit Corporation Act (Revised Code of Washington 24.03) hereby adopts and executes the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is RECA Foundation.

ARTICLE II

Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III

Purposes

The purposes for which this corporation, a nonprofit charitable organization, is formed are:

1. To disseminate information regarding financial management services to elderly persons who are otherwise without sufficient funds to hire such assistance and to disseminate information to assist the elderly and the unfortunate in society in their struggles against malnutrition, legal and medical mistreatment, psychological impairments and misinformation which detrimentally affects the personal, mental, financial, legal, hygienic and psychological aspects of their personal lives.

2. To engage in any other lawful activity which may hereafter be authorized from time to time by the Board of Directors; provided, however, that the purposes for which the corporation is formed shall at all times be consistent with Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

FILED  
STATE OF WASHINGTON  
SEP 30 1992  
RALPH MUNHO  
SECRETARY OF STATE

ARTICLE IV

Powers

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and furtherance of its purposes described in Article III which are consistent with the Washington Nonprofit Corporation Act, Section 501(c)(3) of the Code.

ARTICLE V

Influence Legislation

No substantial part of the activities of this corporation shall be devoted to attempting to influence legislation, propaganda or otherwise, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI

Registered Office

The address of the initial registered office of this corporation is 2950 George Washington Way, Washington 99352, Richland the name of its initial registered agent at such address is Ronda Evans. The written consent of such person to serve as registered agent is attached hereto.

ARTICLE VII

Board of Directors

The management of this corporation shall be vested in a Board of Directors. The number of directors, and the method of selecting directors, shall be fixed by the Bylaws of this corporation, provided, that the initial directors shall be five (5) in number and their names and addresses are:

Name	Address
Ronda Evans	RECA 2950 George Washington Way Richland, WA 99352
Lorne B. McComb	RECA 2950 George Washington Way Richland, WA 99352

John E. Heaton

Pay + Benefits  
6951 Grandridge Blvd.  
Tri-Cities, WA 99302

Darwin R. Perkins

BCS  
1824 Wright  
Richland, WA 99352

Sharon Lee Grant

Grant Consulting  
1645 Mowry Square  
Richland, WA 99352

The initial directors shall serve until the first organizational meeting of the Board of Directors and until their successors are appointed and qualified.

#### ARTICLE VIII

##### Bylaws

The Board of Directors is authorized to make, alter, amend, or repeal the Bylaws of this corporation.

#### ARTICLE IX

##### Limitations

This corporation shall have no capital stock and no part of the net earnings of this corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and 501(c)(3) of the Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, to make payments and distributions in furtherance of the purposes stated in Article III.

#### ARTICLE X

##### Transactions Involving Directors

1. No contracts or other transactions between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any director of this corporation is pecuniarily or otherwise interested in, or is a trustee, director, or officer of, such other corporation.

2. Any director, individually, or any firm of which trustee may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the corporation; provided, that the fact that such director or firm is so interested shall be disclosed to or shall have been known by the Board of Directors or a majority thereof.

#### ARTICLE XI

##### Distributions upon Dissolution

Upon any dissolution of this corporation under provisions of the laws of the State of Washington for nonprofit corporations, the assets of the corporation remaining after payment of creditors shall be distributed to one or more organizations selected by the Board of Directors which are qualified as exempt from taxation under provisions of Sections 501(a) and 501(c)(3) of the Code, or under successor statutes, and which further the purposes set forth in Article III. In no event shall any of the corporation's assets be distributed to the officers, directors, or members of the corporation.

#### ARTICLE XII

##### Private Foundation

If this corporation becomes a private foundation within the meaning of Section 509 of the Code, as long as its private foundation status continues, the following provisions shall apply in the management of its affairs:

1. Each year the corporation shall distribute the income of the corporation, for the purposes specified in Article III, at such time and in amounts at least sufficient to avoid liability for the tax imposed by Section 4942 of the Code;

2. The corporation shall not engage in any act of "self-dealing" (as defined in Section 4941(d) of the Code) which would give rise to any liability for the tax imposed by Section 4941 of the Code;

3. The corporation shall not sell, exchange, distribute, or otherwise dispose of any "excess business holdings" (as defined in Section 4945(c) of the Code) which would give rise to any liability for the tax imposed by Section 4943(a) of the Code;

4. The corporation shall not make any investments which would jeopardize the carrying out of any of its exempt purposes (within the meaning of Section 4944 of the Code) and which would therefore, give rise to any liability for the tax imposed by Section 4945(a) of the Code.

5. The corporation shall not make any "taxable expenditure" (as defined in Section 4945(d) of the Code) which would give to any liability for the tax imposed by Section 4945(a) of Code.

ARTICLE XIII

Amendments

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of directors present at a meeting of the Board of Directors.

ARTICLE XIV

No Members

The corporation shall have no members.

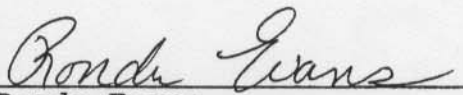
ARTICLE XV

Incorporator

The name and address of the incorporator are:

Name	Address
Ronda Evans	605 S. Olympia, #74 Kennewick, WA 99336

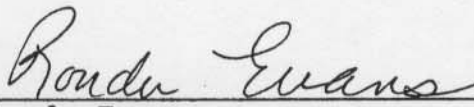
Dated: September 28, 1992

  
Ronda Evans  
Incorporator

CONSENT TO APPOINTMENT OF REGISTERED AGENT

I, Ronda Evans, hereby consent to serve as registered agent in the State of Washington, for the RECA Foundation. I understand that as agent for the corporation, it will be my responsibility to accept service of process in the name of the corporation; forward all mail and license renewals to the appropriate office of the corporation; and to immediately notify the Office of Secretary of State of my resignation or of any changes in address of the registered office of the corporation for which I am agent.

DATED: September 28, 1992

  
Ronda Evans  
Registered Agent

CO

CONSENT TO USE OF CORPORATE NAME

We, the undersigned, hereby certify:

That, in our opinion, the name: RECA FOUNDATION  
is not deceptively similar to the name of our corporation;

That R.E.C.A., INC. hereby consents to the use of  
RECA FOUNDATION as a corporate name in the State of Washington

IN WITNESS WHEREOF, we have set our hands this 28 day  
of September, 1992.

R.E.C.A., INC.

By: Ronda Evans  
President  
Ronda Evans  
Secretary

