

ARTICLES OF INCORPORATION
OF

APPROVED

By KN

Date 3/15/94

Amount \$ 25.00

94031515701

NATIONAL GROUND WATER EDUCATIONAL FOUNDATION

I, the undersigned natural person of the age of 21 years or more, acting as the incorporator of a corporation do hereby adopt the following Articles of Incorporation for such corporation pursuant to the Ohio Nonprofit Corporation Law, Title 17, Chapter 1702, Ohio Revised Code.

FIRST: The name of the corporation is:

NATIONAL GROUND WATER EDUCATIONAL FOUNDATION

SECOND: The period of duration is perpetual.

THIRD: This corporation is organized, and shall be administered and operated, exclusively to receive, administer, and expend funds for the following charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986:

1. To conduct educational, research and charitable activities related to ground water.
2. To engage in any other lawful charitable and educational activity as determined by its board of directors;
3. To assist other charitable and educational organizations in the conduct of similar activities;
4. To establish in the main office or elsewhere all departments and activities necessary to carry out the purposes of the corporation; and
5. To engage in any and all lawful activities incidental to the foregoing purposes except as restricted herein.

In order to accomplish the foregoing charitable and educational purposes, and for no other purpose or purposes, this corporation shall also have the power to:

- (a) sue and be sued;
- (b) make contracts;
- (c) receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations;

(d) act as trustee under any trust whose objects are related to the principal objects of the corporation, and to receive, hold, administer and expend funds and property subject to such trust;

(e) convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of all property, real or personal;

(f) borrow money, contract debts and issue bonds, notes, and debentures, and secure the payment of any performance of its obligations; and

(g) do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

FOURTH: The corporation shall not have members.

FIFTH: No part of the net income 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 actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article THIRD hereof. 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 any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions set forth in these Articles of Incorporation, at any time during which it is deemed a private foundation, the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986; the corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986; the corporation shall not own any excess business holdings that would subject it to tax under Section 4943 of the Internal Revenue Code of 1986; the corporation shall not make any investments in such manner as to subject it to the tax imposed by Section 4944 of the Internal Revenue Code of 1986; and the corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986. Any reference in these Articles to any section of the Internal Revenue Code of 1986 shall be deemed to incorporate by reference the corresponding provisions of any subsequent federal tax laws.

SIXTH: The affairs of the corporation shall be carried on through its Board of Directors; the composition of the Board of Directors shall be as set forth in the Bylaws. In furtherance and not in limitation of the powers conferred by statute, the corporation is expressly authorized to carry on its business and to hold annual or special meetings of its Board of Directors either within or out of any of the states, territories or possessions of the United States, or the District of Columbia.

SEVENTH: The private property of the incorporators, directors and officers shall not be subject to the payment of corporate debts to any extent whatever.

EIGHTH: Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or by an organization contributions to which are to be deductible under Section 170(c)(2) of such Code.

NINTH: Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively for charitable or educational purposes or to organizations which are then exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code of 1986, and to which contributions are then deductible under Section 170(c)(2) of such Code.

TENTH: The address, including the street and number of its initial registered office is 6375 Riverside Drive, Dublin, OH 43017 and the initial registered agent is David L. Schmitt, a resident of the State of Ohio and a director of the corporation. The principal office of the corporation shall be 6375 Riverside Drive, Dublin, OH 43017. *Franklin city*

ELEVENTH: The corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation or to merge or consolidate this corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be undertaken exclusively to carry out the objects and purposes for which the corporation is formed, and all rights herein conferred or granted shall be subject to this reservation.

TWELFTH: The number of directors constituting the initial Board of Directors is eight (8), but the number of directors may be increased or decreased in the manner set forth in the bylaws, provided that the number shall not be less than three. The names and addresses, including street and number, of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Travis Acklin	77 Lakeview Dr. Conway, AR 72032
Glen Lyons	9795 U.S. Route 20 East Stockton, IL 61085
John Schmitt	10475 Noggles Road Manchester, MI 48158
Stan Graves	2500 Acton Rd. Birmingham, AL 35243
Mike Apgar	89 Kings Highway Dover, DE 19903
George Siebert	2401 Wilson Rd. Humble, TX 77338
Al Mack	295 First St. Troy, NY 12181
Bill Stoner	Route 6, Box 23 Corsicana, TX 75110

THIRTEENTH: The name and address of the incorporator is:

NAME

ADDRESS

Timothy W. Smith

1747 Pennsylvania Ave., NW
Suite 1000
Washington, D.C. 20006

Dated: 3/10/94



(Incorporator)