ARTICLES OF INCORPORATION OF
GRINNELL AREA ARTS COUNCIL

TO: THE SECRETARY OF STATE OF THE STATE OF IOWA

I, the undersigned, acting as the incorporator of a corporation under Chapter 504A, of the 1979 Code of Iowa, adopt the following Articles of Incorporation for such corporation:

I
NAME OF THE CORPORATION

The name of the corporation is "Grinnell Area Arts Council".

II
PURPOSES

The corporation is organized exclusively for the charitable, educational and literary purpose of promoting the arts within the geographic area of the City of Grinnell, Iowa.

III
RESTRICTIONS

The corporation is not organized for profit and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 set forth in Article Two 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation 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 corresponding provisions of any future United States Internal Revenue Law). Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine.
IV
REGISTERED OFFICE AND AGENT

The address of its initial registered office in the State of Iowa is 200 Grinnell State Bank Building, 814 - 4th Avenue, in the City of Grinnell, County of Poweshiek, State of Iowa and the name of its initial registered agent at such address is John F. Bierman, III.

V
DIRECTORS

The number of directors constituting the initial Board of Directors of this corporation is eleven (11) and the names and address of the persons who are to serve as the initial directors are:

Loma Caulkins
Annette Scudder
Karin Connelly
Norman Goodbrod
Jeanette Tisdale
Steven Greenquist
Gene Alvord
Merle Zirkle
Rodney Meuller
Kay Lannom
John F. Bierman, III

VI
INCORPORATOR

The name and address of the sole incorporator is John F. Bierman, III, Grinnell State Bank Building, 814 4th Avenue, Grinnell, Iowa 50112.

Dated this 19th day of April, 1979.

[Signature]

JOHN F. BIERMAN, III, Incorporator

STATE OF IOWA, POWESHEIK COUNTY, ss:

On this 19th day of April, 1979, before me the undersigned, a Notary Public in and for Said State, personally appeared John F. Bierman, III, to me known to be the person named in and who executed the foregoing Articles of Incorporation, and acknowledged that he executed the same as his voluntary act and deed.

[Signature]

Betty Anderson

Notary Public in and for Said State