

HEADQUARTERS, INC.
ARTICLES OF INCORPORATION

We, the undersigned incorporators hereby associate ourselves together to form and establish a corporation NOT for profit under the laws of the State of Kansas.

FIRST: The name of the Corporation is Headquarters, Inc.

SECOND: The purpose of this Corporation is: to provide short-term counseling and information and referral to community resources 24 hours daily, free of charge; to provide children's safety programs; to provide suicide prevention, intervention, and bereavement support; to work with the community to help provide other needed services; to work with courtesy, respect, trust, and caring in all we do; to promote community support for the Headquarters organization; to aid in the development of financial planning for the Headquarters organization; to enter into and perform agreements with municipalities and others to acquire, mortgage, and dispose of real estate and personal portrait as may be determined by the Directors of the Corporation to be in furtherance of or assistance to the agreement of the purposes aforementioned.

THIRD: The location of the registered office, and the principal address, in this state is 211 E. 8th, Suite C, in the City of Lawrence, Douglas County, Kansas, 66044-0999.

FOURTH: The name and address of its resident agency is Headquarters, Inc., 211 E. 8th, Suite C, Lawrence, Douglas County, Kansas, 66044-0999.

FIFTH: The term for which this Corporation is to exist is 50 years.

SIXTH: The numbers of Directors shall be no less than twelve.

SEVENTH: This Corporation is organized NOT for profit and it shall have no authority to issue capital stock.

EIGHTH: The conditions of membership in the Corporation shall be fixed by the By-laws.

NINTH: Said Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations that qualify as exempt 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).

TENTH: 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 Ninth hereof. No substantial part of the activities 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 by (a) a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) or (b) a corporation, to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

ELEVENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment 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, religious, educational 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. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.