

CERTIFICATE OF AMENDMENT TO
AND RESTATEMENT OF
ARTICLES OF INCORPORATION OF
WICHITA WOMEN ATTORNEYS ASSOCIATION

1 2 2 0 0 3 7 1

We, Jennifer Jones and Yvette Leerskov Gardner, President
and Secretary, respectively, of Wichita Women Attorneys
Association, a Kansas corporation, with its original Articles of
Incorporation filed with the Kansas Secretary of State under the
name Wichita Women Attorneys Association, on September 25, 1989, do
hereby certify that the Amended and Restated Articles of
Incorporation of the Corporation attached hereto were duly adopted
and approved by the shareholders of the Corporation, in accordance
with the provisions of K.S.A. 17-6605:

600001 10 4788 07-01-93
1705128 53 1 20.00
1705128 53 1 20.00

See Attachment

1705128 19930716 R122 F 371



01867502

SECRETARY OF STATE
KANSAS

10 21 03 01 PM '89

AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

1 2 2

0 0 3 7 1

WICHITA WOMEN ATTORNEYS ASSOCIATION

The Articles of Incorporation of Wichita Women Attorneys Association are hereby superseded by the following Amended and Restated Articles of Incorporation:

We, the undersigned, hereby form and establish an association not for profit under the laws of the State of Kansas.

ARTICLE I

The name of the association is the WICHITA WOMEN ATTORNEYS ASSOCIATION.

ARTICLE II

The name and address of the registered agent and registered office for Wichita Women Attorneys Association is Yvette Gardner, Secretary of Wichita Women Attorneys Association, c/o Wichita Bar Association, 700 Epic Center, 301 North Main, Wichita, Kansas 67202.

ARTICLE III

This association is formed as an association of persons having a common business interest and associated for the purpose of promoting the interests of women in the legal profession. The association is organized NOT FOR PROFIT.

This corporation will not have authority to issue stock.

A. Without limiting the generality of the foregoing, the purposes for which this association is formed shall include the following:

- (1) To function as a non-profit association designed to provide resources, opportunities, and support to women attorneys;

- (2) To engage in any and all lawful activities incidental to the foregoing purpose, including raising of funds from contributions and membership fees; notwithstanding any of the foregoing purposes, this association shall only engage in such exempt purposes and activities as an organization qualified under Section 501(c)(6) of the Code may engage and shall be organized and operated for no other purposes.

B. No part of the net earnings of the association shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the association 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 this Article. No substantial part of the activities of the association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the association 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 association shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under §501(c)(6) of the Code.

C. Upon the dissolution of the association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the association, dispose of all of the assets of the association exclusively for the purposes of the association in such manner, or to such organization or organizations organized as an exempt organization or organizations under §501(c) of the Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes. No part of the assets of the association shall be distributed upon dissolution to any member of the association.

ARTICLE IV

The conditions of membership shall be fixed by the Bylaws.

ARTICLE V

The affairs of the association shall be managed and conducted by a Board of Directors consisting of one or more

4

members, the exact number to be fixed and determined by the Board of Directors, with full authority in the Board of Directors to vary said number at any time and from time to time.

1 2 2

0 0 3 7 1

ARTICLE VI

The power to make, adopt, alter, amend, or repeal this association's bylaws, in whole or in part, at any time and from time to time, shall be vested concurrently in the members and in the Board of Directors of this association, but the authority of the Board of Directors with respect to bylaws shall at all times remain subject to the superior authority of the members. The board shall also have full power and authority to manage this association and any and all of its assets, properties, businesses, and affairs, including the right to elect such officers and assistant officers and to designate and appoint such agents and employees as the Board deems advisable and to allow them suitable compensation, and shall have any and all other and additional powers and authority, not inconsistent with the express terms of these Articles of Association. Notwithstanding any of the foregoing, however, the Board of Directors shall not be authorized to do any act or activity which would be contrary to any purpose for which an organization organized pursuant to §501(c) of the Internal Revenue Code may lawfully be organized.

ARTICLE VII

This association shall have perpetual existence.

ARTICLE VIII

These Articles of Association may be amended either upon approval by majority vote of the voting membership at a meeting following written notice given not less than ten (10) nor more than fifty (50) days before said meeting, which notice sets forth the proposed amendments and gives the date, time and place of meeting; or amendment may be made by any other procedure allowed by law.

ARTICLE IX

Any reference in these Articles to Sections of the Internal Revenue Code shall be interpreted to include the corresponding provisions of any applicable future Internal Revenue law.

IN TESTIMONY WHEREOF, these Revised Articles of Association have been signed by the undersigned, this 24th day of May, 1993.7 |

Jennifer L. Jones

Jennifer Jones
President

Yvette Leerskov Gardner

Yvette Leerskov Gardner
Secretary

ACKNOWLEDGMENT

STATE OF KANSAS)
) SS:
COUNTY OF SEDGWICK)

BE IT REMEMBERED that on this 14th day of May, 1993, before me, a Notary Public in and for the County and State aforesaid, came JENNIFER JONES and YVETTE LEERSKOV GARDNER, to me personally known to be the same persons who executed the within and foregoing instrument and duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal, the day and year last above written.

Karin M Kirk
Notary Public

My appointment expires:
2/2/95



CERTIFICATE OF AMENDMENT TO
AND RESTATEMENT OF
ARTICLES OF INCORPORATION OF
WICHITA WOMEN ATTORNEYS ASSOCIATION

1 2 2 . 0 0 3 7 1

We, Jennifer Jones and Yvette Leerskov Gardner, President
and Secretary, respectively, of Wichita Women Attorneys
Association, a Kansas corporation, with its original Articles of
Incorporation filed with the Kansas Secretary of State under the
name Wichita Women Attorneys Association, on September 25, 1989, do
hereby certify that the Amended and Restated Articles of
Incorporation of the Corporation attached hereto were duly adopted
and approved by the shareholders of the Corporation, in accordance
with the provisions of K.S.A. 17-6605:

See Attachment

7

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

OF 1 2 2

0 0 3 7 1

WICHITA WOMEN ATTORNEYS ASSOCIATION

The Articles of Incorporation of Wichita Women Attorneys Association are hereby superseded by the following Amended and Restated Articles of Incorporation:

We, the undersigned, hereby form and establish an association not for profit under the laws of the State of Kansas.

ARTICLE I

The name of the association is the WICHITA WOMEN ATTORNEYS ASSOCIATION.

ARTICLE II

The name and address of the registered agent and registered office for Wichita Women Attorneys Association is Yvette Gardner, Secretary of Wichita Women Attorneys Association, c/o Wichita Bar Association, 700 Epic Center, 301 North Main, Wichita, Kansas 67202.

ARTICLE III

This association is formed as an association of persons having a common business interest and associated for the purpose of promoting the interests of women in the legal profession. The association is organized NOT FOR PROFIT.

This corporation will not have authority to issue stock.

A. Without limiting the generality of the foregoing, the purposes for which this association is formed shall include the following:

- (1) To function as a non-profit association designed to provide resources, opportunities, and support to women attorneys;

- (2) To engage in any and all lawful activities incidental to the foregoing purpose, including raising of funds from contributions and membership fees; notwithstanding any of the foregoing purposes, this association shall only engage in such exempt purposes and activities as an organization qualified under Section 501(c)(6) of the Code may engage and shall be organized and operated for no other purposes.

B. No part of the net earnings of the association shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the association 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 this Article. No substantial part of the activities of the association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the association 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 association shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under §501(c)(6) of the Code.

C. Upon the dissolution of the association, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the association, dispose of all of the assets of the association exclusively for the purposes of the association in such manner, or to such organization or organizations organized as an exempt organization or organizations under §501(c) of the Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes. No part of the assets of the association shall be distributed upon dissolution to any member of the association.

ARTICLE IV

The conditions of membership shall be fixed by the Bylaws.

ARTICLE V

The affairs of the association shall be managed and conducted by a Board of Directors consisting of one or more

members, the exact number to be fixed and determined by the Board of Directors, with full authority in the Board of Directors to vary said number at any time and from time to time.

1 2 2

0 0 3 7 1

ARTICLE VI

The power to make, adopt, alter, amend, or repeal this association's bylaws, in whole or in part, at any time and from time to time, shall be vested concurrently in the members and in the Board of Directors of this association, but the authority of the Board of Directors with respect to bylaws shall at all times remain subject to the superior authority of the members. The board shall also have full power and authority to manage this association and any and all of its assets, properties, businesses, and affairs, including the right to elect such officers and assistant officers and to designate and appoint such agents and employees as the Board deems advisable and to allow them suitable compensation, and shall have any and all other and additional powers and authority, not inconsistent with the express terms of these Articles of Association. Notwithstanding any of the foregoing, however, the Board of Directors shall not be authorized to do any act or activity which would be contrary to any purpose for which an organization organized pursuant to §501(c) of the Internal Revenue Code may lawfully be organized.

ARTICLE VII

This association shall have perpetual existence.

ARTICLE VIII

These Articles of Association may be amended either upon approval by majority vote of the voting membership at a meeting following written notice given not less than ten (10) nor more than fifty (50) days before said meeting, which notice sets forth the proposed amendments and gives the date, time and place of meeting; or amendment may be made by any other procedure allowed by law.

ARTICLE IX

Any reference in these Articles to Sections of the Internal Revenue Code shall be interpreted to include the corresponding provisions of any applicable future Internal Revenue law.

IN TESTIMONY WHEREOF, these Revised Articles of Association have been signed by the undersigned, this 24th day of (May) 1993. |

Jennifer Jones
Jennifer Jones
President

Yvette Leerskov Gardner
Yvette Leerskov Gardner
Secretary

ACKNOWLEDGMENT

STATE OF KANSAS)
) SS:
COUNTY OF SEDGWICK)

BE IT REMEMBERED that on this 14th day of May, 1993, before me, a Notary Public in and for the County and State aforesaid, came JENNIFER JONES and YVETTE LEERSKOV GARDNER, to me personally known to be the same persons who executed the within and foregoing instrument and duly acknowledged the execution of the same.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal, the day and year last above written.

Karin M Kirk
Notary Public

My appointment expires:
2/2/95



1705128

Contact Information
 Kansas Secretary of State
 Ron Thornburgh
 Memorial Hall, 1st Floor
 120 S.W. 10th Avenue
 Topeka, KS 66612-1594
 (785) 296-4564
 kssos@kssos.org
 www.kssos.org

KANSAS SECRETARY OF STATE
Not for Profit Corporation Certificate of Reinstatement

RN
53-13

All information must be completed or this document will not be accepted for filing.

1. The name of the corporation as it existed when the corporation forfeited:

Wichita Women Attorneys Association

2. Address of registered office in Kansas:
Address must be a street address. A post office box is unacceptable.

225 North Market, Suite 200
 Street address

Wichita Kansas 67202
 City State Zip

Name of resident agent at the registered office: Carolyn Rumpfelt

3. The corporation was organized in the state of: Kansas

4. The corporate existence or authority to engage in business in the state of Kansas: (select one)

Has been forfeited for failure to timely file its annual report and pay its franchise tax.

Has expired or will expire on the _____ of _____, _____ Year.
 Day Month Year

Is this reinstatement perpetual? Yes No

If no, the term for which this corporation is to exist _____

Has been forfeited for failure to designate or maintain a resident agent and registered office.

This certificate is filed by the authority of duly elected directors or members of the governing body of the corporation in compliance with the provisions of K.S.A. 17-7002.


I/We (circle one) declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct.

Executed on the 19 of 11, 2003
 Day Month Year

Sabrina K. Standifer
 President or vice president

and Attest: Carol Rumpfelt
 Secretary or assistant secretary

11-24-2003	09:21:00
053	\$20.00
2605	01
1705128	RP



00762748

SECRETARY OF STATE
 FILED
 NOV 21 PM 4 11
 KANSAS

Instructions

1. Submit this form in duplicate with the \$20 filing fee.
2. The last three annual report forms (NP) must be filed with reinstatement.
3. All past due privilege fees must be paid prior to reinstatement.

Notice: There is a \$25 service fee for all returned checks.

1705128

Contact Information
 Kansas Secretary of State
 Ron Thornburgh
 Memorial Hall, 1st Floor
 120 S.W. 10th Avenue
 Topeka, KS 66612-1594
 (785) 296-4564
 kssos@kssos.org
 www.kssos.org

KANSAS SECRETARY OF STATE
Not for Profit Corporation **NRO**
Change of Registered Office or Agent
 53-13

All information must be completed or this document will not be accepted for filing.

1. Name of the corporation:
Wichita Women Attorneys Association

Name must match the name on record with the secretary of state

2. State of organization: Kansas

3. The registered office in the state of Kansas is changed to:
Address must be a street address. A post office box is unacceptable.
225 North Market, Suite 200
 Street address

Wichita Kansas 67202
 City State Zip

4. The resident agent in Kansas is changed to:
Carolyn Rumpfelt

Individual or Kansas Corporation


I declare under penalty of perjury under the laws of the state of Kansas that the foregoing is true and correct.

Executed on the 12th of November, 2003
 Day Month Year

Sabrina K. Standje
 President or vice president

Attest: Carolyn Rumpfelt
 Secretary or assistant secretary

2005 DEC -1 PM 2:59
 STATE OF KANSAS

I hereby certify this to be a true and correct copy of the original on file.
 Certified on this date: Jan 19, 2011

Chris Biggs
 Chris Biggs, Secretary of State

Instruction
 Submit this form in duplicate with the \$20 filing fee.
 Notice: There is a \$25 service fee for all returned checks.