

ARTICLES OF INCORPORATION

We, the undersigned, for the purposes of forming a corporation under the Nebraska Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I.

The name of the Corporation is: TOGETHER, INC. OF METROPOLITAN OMAHA.

ARTICLE II.

The Corporation shall have perpetual existence unless dissolved by positive action of its members.

ARTICLE III.

The general purpose for which the Corporation is organized is for providing and enabling emergency assistance to resident and non-resident persons in Nebraska and Iowa in the Omaha metropolitan area. The specific purposes of the Corporation are as follows:

1. To affirm and strengthen existing emergency assistance services.
2. To identify and effect response to new needs.
3. To serve as a common instrument of community interpretation for all church-related services of emergency assistance.
4. To explore and implement programs of advocacy designed to foster prompt, adequate, sensitive, and effective response on the part of governmental and private agencies to the emergency assistance needs of people.
5. To collaborate with participating congregations, parishes, synagogues, and their staff members in the provision of services to persons experiencing emergency assistance needs.
6. To provide direct emergency services including the equivalent of financial assistance.

ARTICLE IV.

1. Membership in the Corporation shall be non-voting, and shall be as provided in the By-Laws. The business of the Corporation shall be carried out by a Board of Directors which shall consist of such number as may be provided in the By-Laws and selected in such manner as set out in the By-Laws.

2. As provided in the By-Laws, or as determined by the Board of Directors from time to time, standing or temporary committees may be appointed from within or without its own membership by the Board of Directors, such committees invested with such powers and subject to conditions as may be prescribed by the By-Laws and the Board of Directors.
3. In the event of dissolution, any remaining assets shall be distributed to such organizations as are organized and operated exclusively for charitable, educational or scientific purposes as shall at that time qualify as exempt under organizations under Section 501(c)3 of the Internal Revenue Code of 1954, as amended.

ARTICLE V.

The address of the initial registered office of this Corporation in the State of Nebraska is 124 South 24th Street, Omaha, Nebraska, 68102. The name of its initial registered agent at said address is Jerry D. Elrod.

ARTICLE VI.

The initial Board of Directors shall be nine (9) in number, and the names and street addresses of the persons who are to serve as the initial Directors are as follows:

Dr. Paul M. DeFreeze	2650 Farnam Street Omaha, Nebraska 68102
Thomas C. Doerr	3123 South 19th Street Omaha, Nebraska 68108
Bishop James E. Warner	200 North 62nd Street Omaha, Nebraska 68104
Rev. N. Dwain Acker	5524 Fowler Street Omaha, Nebraska 68104
Rev. Paul Gray Jones	4423 Bancroft Street Omaha, Nebraska 68105
Dr. J. Roger Bourland	6906 Cass Street Omaha, Nebraska 68132
Dr. Gerald E. Hazelrigg	5312 Underwood Avenue Omaha, Nebraska 68132
Dr. Richard Linde	8787 Pacific Street Omaha, Nebraska 68114
Rev. James R. Cain	100 North 62nd Street Omaha, Nebraska 68132

ARTICLE VII.

The name and address of each incorporator is as follows:

Dr. Gerald E. Hazelrigg

5312 Underwood Avenue
Omaha, Nebraska 68132

Rev. James R. Cain

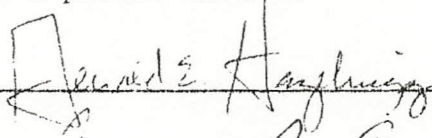
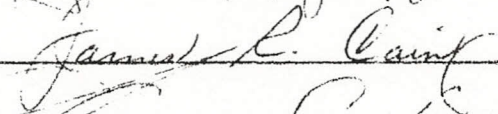
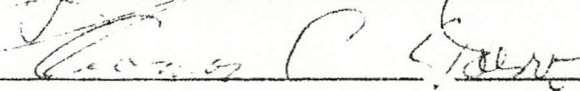
100 North 62nd Street
Omaha, Nebraska 68132

Thomas C. Doerr

3123 South 19th Street
Omaha, Nebraska 68108

ARTICLE VIII.

1. The Corporation shall have all of the powers granted by the laws of the State of Nebraska to non-profit corporations and all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized which are not forbidden by the laws of the State of Nebraska or by these Articles of Incorporation.
2. The private property of the members of the Corporation and of the officers and members of the Board of Directors shall not be subject to the liabilities or to the payment of corporate debts. The Corporation shall indemnify any officer and/or director to the extent and in the manner that such corporation is authorized under the Nebraska Non-Profit Corporation Act and it is intended that this Corporation has authorized such indemnification to the extent permitted by the Nebraska Non-Profit Corporation Act.
3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
4. 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 a public office.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TOGETHER, INC. OF METROPOLITAN OMAHA

ARTICLE I.

Article VIII shall be amended by the addition of the following paragraph to be numbered 5:

5. Notwithstanding any other provisions 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 provisions 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 the corresponding provisions of any future United States Revenue Law).

Gerald E. Hazelrigg, President and Thomas C. Doerr, Secretary of Together, Inc., of Metropolitan Omaha, hereby certify that there are no members of the corporation having voting rights; that at a regular meeting of the Board of Directors held on July 12, 1977, the foregoing Amendment to Articles of Incorporation was adopted, and said Amendment received the vote of a majority of the Directors in office.

Gerald E. Hazelrigg PRES
Thomas C. Doerr SEC

Articles of Amendment

of

Together, Inc. of Metropolitan Omaha

Omaha

Filing 1.00
Recording 2.00

Receipt No. 094022

STATE OF NEBRASKA }
SECRETARY'S OFFICE } 80 OCT 7 1977

Received and filed for record
and recorded on film roll No. 77-16
Mass. Inc. at page 1249

Allen J. Baermann
Secretary of State
39 Wesolowski

INDEXED

MICROFILMED

RECORDED

Articles of Incorporation
of

Together, Inc. of Metropolitan Omaha
Omaha

Perpetual

Filing 5.00
Recording 6.00

R.,A.
Jerry D. Elrod
124 So. 24th St.
Omaha, Nebraska 68102

Receipt No. C 83057

386561

STATE OF NEBRASKA
RECORDATION DEPARTMENT

JAN 25 1977

Received and Certified Record
and recorded on (file) No. 77-2
Man Inc at page 276

(Signature)
Secretary of State
C. Wesolowski