

SECRETARY OF STATE
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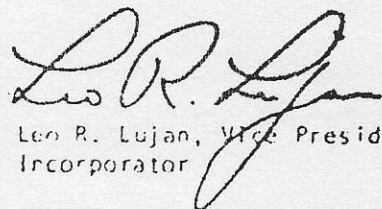
Form No. 1A
Section 48-202
Not for Profit

CHARTER
OF
HUME-FOGG ASSOCIATION

The undersigned natural person or persons, having capacity to contract and acting as the incorporator or incorporators of a corporation under the Tennessee General Corporation Act, adopt the following charter for such corporation:

1. The name of the corporation is Hume-Fogg Association.
2. The duration of the corporation is perpetual.
3. The address of the principal office of the corporation in the State of Tennessee shall be 700 Broadway, Nashville, Tennessee 37203 County of Davidson.
4. The corporation is not for profit.
5. The purpose or purposes for which the corporation is organized are: To promote the welfare of students at Hume-Fogg Academic High School through active and informed participation of students, teachers, parents, alumni and interested citizens and to mutually design and support programs and projects that will facilitate the educational program of the school.
6. This Corporation is to have members.
7. ~~The attached B-laws for the same purposes.~~

Dated September 14, 1984.


Len R. Lujan, Vice President
Incorporator

AMENDMENT TO ARTICLES OF INCORPORATION

The articles of incorporation of Hume Fogg Association shall be amended to include the following:

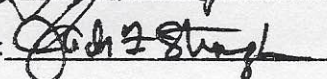
The purposes for which the Association is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 5501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to Federal, State, or local government for exclusive public purposes.

Dated: April 8, 1999

signed:  , President

signed:  , Secretary