

**State of Indiana
Office of the Secretary of State**

**CERTIFICATE OF INCORPORATION
of
RENAISSANCE CHARITABLE FOUNDATION INC.**

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, December 22, 2000.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 22, 2000.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

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ARTICLES OF INCORPORATION

APPROVED
AND
FILED
IND. SECRETARY OF STATE
OF
RENAISSANCE CHARITABLE FOUNDATION INC.

The undersigned Incorporator, desiring to form a corporation (the "Corporation") pursuant to the provisions of the Indiana Nonprofit Corporation Act of 1991, as amended (the "Act"), hereby executes the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is Renaissance Charitable Foundation Inc.

ARTICLE II

Purposes

The Corporation is a public benefit corporation that shall be organized and operated exclusively to conduct, support, encourage, and assist such religious, charitable, educational, and other programs and projects as are described in Sections 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Code"). In furtherance of the foregoing purpose, the Corporation may make contributions to organizations that are described in Code section 501(c)(3) for purposes described in Code section 170(c)(2)(B).

ARTICLE III

Powers

Notwithstanding any other provision of these Articles of Incorporation, neither the Board of Directors nor the Corporation shall have the power or authority to do any act that will prevent the Corporation from being an organization described in Code sections 170(c)(2)(B),

501(c)(3), 2055(a)(2), and 2522(a)(2). Subject to the foregoing statement, and subject to and in furtherance of the purposes for which it is organized, the Corporation shall possess all of the rights, privileges, and powers conferred by the Act and by other law and, in addition, the following rights, privileges, and powers:

Section 1. To indemnify any person against liability and expenses, and to advance the expenses incurred by such person, in connection with the defense of any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, and whether formal or informal, to the fullest extent permitted by applicable law or, if not permitted, then to any extent not prohibited by such law.

Section 2. To cease its activities and to dissolve and surrender its corporate franchise.

ARTICLE IV

Period of Existence

The period during which the Corporation shall continue is perpetual.

ARTICLE V

Initial Registered Agent and Office

Section 1. The name and address of the initial registered agent in charge of the Corporation's initial registered office are Douglas H Kahlenbeck, 6100 W. 96th Street, Suite 100, Indianapolis, Indiana 46278.

Section 2. The street address of the initial registered office of the Corporation is 6100 W. 96th Street, Suite 100, Indianapolis, Indiana 46278.

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation are Douglas H Kahlenbeck, 6100 W. 96th Street, Suite 100, Indianapolis, Indiana 46278.

ARTICLE VII

Members

The Corporation shall have no members.

ARTICLE VIII

Directors

The exact number of directors of the Corporation shall be specified in or fixed in accordance with the Bylaws of the Corporation at a number no smaller than three (3).

ARTICLE IX

Election of Directors

The directors of the Corporation, other than the members of the initial Board of Directors, shall be elected in the manner and for terms as specified or fixed in accordance with the Bylaws of the Corporation.

ARTICLE X

No Private Inurement

None of the Corporation's net earnings shall inure to the benefit of any private individual.

ARTICLE XI

Regulation of Corporate Affairs

The affairs of the Corporation shall be subject to the following provisions:

Section 1. Notwithstanding any other provision of these Articles of Incorporation, if for any taxable year the Corporation is deemed a "private foundation" described in Code section 509(a), the Corporation's income shall be distributed at such time and in such manner as not to subject the Corporation to the tax imposed by Code section 4942.

Section 2. Notwithstanding any other provision of these Articles of Incorporation, at any time the Corporation is deemed a "private foundation" described in Code section 509(a), the Corporation shall not:

- 2.1. Engage in any act of self-dealing as defined in Code section 4941(d);
- 2.2. Retain any excess business holdings as defined in Code section 4943(c);
- 2.3. Make any investment in such manner as to subject the Corporation to tax under Code section 4944; or
- 2.4. Make any taxable expenditure as defined in Code section 4945(d).

Section 3. Except as otherwise permitted by Code section 501(h), no substantial part of the activities of the Corporation shall be or consist of carrying on propaganda, or otherwise attempting, to influence legislation.

Section 4. The Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Section 5. Subject to the provisions of these Articles of Incorporation and applicable law, the Board of Directors shall have complete and plenary power to manage, control, and conduct all the affairs of the Corporation.

Section 6. The power to make, alter, amend, and repeal the Corporation's Bylaws shall be vested in the Board of Directors.

Section 7. No director of the Corporation shall be liable for any of its obligations.

Section 8. Meetings of the Board of Directors may be held at any location, either inside the State of Indiana or elsewhere.

Section 9. All parties dealing with the Corporation shall have the right to rely upon any action taken by the Corporation pursuant to authorization by the Board of Directors by resolution duly adopted in accordance with the Corporation's Articles of Incorporation, Bylaws, and applicable law.

Section 10. The Board of Directors may from time to time, in the Bylaws of the Corporation or by resolution, designate such committees as the Board of Directors may deem desirable for the furtherance of the purposes of the Corporation.

ARTICLE XII

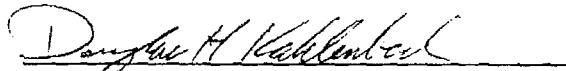
Dissolution of Corporation

If the Corporation is dissolved, all of its property remaining after payment and discharge of its obligations shall be transferred and conveyed, subject to any contractual or legal requirement, to one (1) or more other organizations that have been selected by the Board of Directors, that are organized and operated for purposes substantially the same as those of the

Corporation, and that are described in Code sections 170(c)(2)(B), 501(c)(3), 2055(a)(2), and 2522(a)(2).

The undersigned Incorporator hereby adopts these Articles of Incorporation and presents them to the Secretary of State of the State of Indiana for filing.

IN WITNESS WHEREOF, the undersigned Incorporator hereby verifies and affirms, subject to penalties of perjury, that the representations contained herein are true, this 22nd day of December, 2000.


Douglas H Kahlenbeck

This instrument was prepared by Joseph E. Miller, Jr., Attorney at Law, Baker & Daniels, 300 N. Meridian Street, Suite 2700, Indianapolis, Indiana 46204.