

**ARTICLES OF INCORPORATION
OF
IOWA LUTHERAN SCHOOL TUITION ORGANIZATION, INC.**

To the Secretary of State of the State of Iowa:

The undersigned, acting as incorporator of a corporation under the Revised Iowa Nonprofit Corporation Act, Chapter 504 of the Code of Iowa, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Iowa Lutheran School Tuition Organization, Inc.

ARTICLE II

This corporation is organized and shall be operated exclusively for charitable purposes and shall be subject to and operated in accordance with the rules, regulations and standards as contemplated and permitted by Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). Within the framework and limitations of the foregoing, this corporation is organized to provide tuition assistance to students enrolled in accredited Iowa non-public schools affiliated with the corporation, in conformance with the Iowa law.

The corporation shall have general power to engage in and to do any lawful acts or activity for which a nonprofit corporation may be now or hereafter organized under the Revised Iowa Nonprofit Corporation Act, Iowa Code Chapter 504 which are not inconsistent with the Articles of Incorporation, or Section 170(c)(2) and Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III

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, intervene in (including the publishing or distribution of statement) any political campaign on behalf of any candidate for public office. 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 1986 (or the corresponding provision 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 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of the purposes set forth in this Article. No director or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

ARTICLE V

The duration of the corporation shall be perpetual.

ARTICLE VI

The address of the registered office of the corporation in the State of Iowa is 1317 Tower Drive, Fort Dodge, Iowa 50501-1155, and the name of its registered agent at such address is Robert Riggert.

ARTICLE VII

This corporation shall have no members.

ARTICLE VIII

The management and direction of the operation and affairs of this corporation shall be vested in the Board of Directors. The initial Board of Directors under these Articles shall be seven (7) in number and composed of the following persons:

Robert Riggert	810 Nishnabotna Drive Manning, Iowa 51455
Barb Buescher	153 Hampshire Road Waterloo, Iowa 50701
Mark L'Heureux	102 First Street East Newhall, Iowa 52315
Carol White	6428 160 th Avenue Storm Lake, Iowa 50588
Scott Lindholm	4741 Spring Street Davenport, Iowa 52807

Dawn Champion

1956 Crabapple Lane
Waterloo, Iowa 50701

Jeff Fick

619 West Locust Street
Ogden, Iowa 50212

The number of directors may be increased or decreased from time to time in the Bylaws.

ARTICLE IX

The Corporation shall not have a corporate seal.

ARTICLE X

Upon dissolution of this corporation and after payment of all liabilities and obligations of this corporation and all costs and expenses incurred by this corporation in connection with such dissolution, the Board of Directors shall dispose of all of the assets of the corporation to such organization or organizations operating exclusively as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI

A director, officer or employee of the corporation is not liable for the corporation's debts nor obligations and a director, officer or other volunteer is not personally liable in that capacity, for a claim based upon an act or omission of the person performed and the discharge of the person's duties, except for a breach of the duty of loyalty to the corporation, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit. If Iowa law is hereafter changed to mandate or permit further elimination or limitation of the liability of the corporation's directors, officers, employees and volunteers, then the liability of the corporation's directors, officers, employees and volunteers shall be eliminated or limited to the fullest extent then permitted.

ARTICLE XII

These Articles of Incorporation and the Bylaws of the corporation may be amended in accordance with the provisions of the Revised Iowa Nonprofit Corporation Act with the consent of the majority vote of the Directors of the Corporation then holding office, provided that such amendments to the Articles of Incorporation or Bylaws could lawfully be included or omitted from the original Articles of Incorporation or Bylaws at the time the amendment is made, and provided such amendment is made so as to continue to qualify this Corporation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted, or as hereinafter amended, and with any Federal or state laws as is or may hereinafter be applicable.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this 26 day of October, 2006.

Barb Buescher
Barb Buescher

STATE OF IOWA)
) ss:
COUNTY OF BLACK HAWK)

On this 26th day of October, 2006, before me, the undersigned, a notary public in and for said County in said State, personally appeared Barb Buescher, to me known to be the person whose name is subscribed to and who executed the foregoing Articles of Incorporation and she acknowledged the execution to be her free and voluntary act and deed.

Michael R. Young
Notary Public - State of Iowa

