


UNITED STATES OF AMERICA
State of Louisiana



WADE O. MARTIN, JR.

I, the undersigned Secretary of State, of the State of Louisiana
DO HEREBY CERTIFY that a certified copy of an Amendment to the
Charter of

THE UNIVERSITY OF SOUTHWESTERN
LOUISIANA ALUMNI ASSOCIATION,

A Louisiana corporation domiciled at Lafayette,

Showing that at a meeting held on November 13, 1965, a resolution was
adopted amending

Article II, relative to the registered office
and registered agents, Article IV and
Article V,

Said amendment being by Act before a Notary Public in and for the
Parish of Lafayette, on December 7, 1965, and recorded in the
office of the Recorder of Mortgages for the Parish of Lafayette,
Registry No. 485132, on December 8, 1965, at 4:25 p. m., the date
and hour amendment became effective,

Was filed and recorded in this Office on December 10, 1965, in the
Record of Non-Trading Corporations Book 35.

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,
December 10, 1965.*

Wade O. Martin, Jr.
Secretary of State

CHARTER PROVISIONS AND ARTICLES OF INCORPORATION OF THE
UNIVERSITY OF LOUISIANA AT LAFAYETTE ALUMNI ASSOCIATION, INC.

This is a non-trading and non-profit corporation organized under the laws of the State of Louisiana, domiciled in the City and Parish of Lafayette, with original charter passed by act before J. J. Davidson, Jr., Notary Public, on September 12, 1934, recorded under Entry No. 110686, Ch. Bk. 3, Page 291, as amended by act passed before William H. Mouton, Notary Public, on November 19, 1949, recorded under Entry No. 462583, Ch. Bk. 24, Page 19, as amended by act passed before Kaliste J. Saloom, Jr., Notary Public, on December 7, 1965, recorded under Entry No. 485132, Ch. Bk. 28, Page 250, as amended by act passed before Randall A. Karr, Notary Public, on April 14, 2000, recorded May 11, 2000 with the Lafayette Parish Clerk of Court and as reflected by the records of the Louisiana Secretary of State.

ARTICLE I.

The name, style, and the title of this corporation is hereby declared and specified to be: University of Louisiana at Lafayette Alumni Association, Inc. and under its said corporate name, it shall have existence and continue to exist in perpetuity, and shall have power and authority to contract, sue and be sued, to make and use a corporate seal and the same to break and alter at pleasure; to hold, receive, lease, purchase and convey, under its corporate name, as well as mortgage and hypothecate property, real, personal, mixed; to name and appoint such managers and directors, officers and agents and to make and adopt such by-laws, rules and regulations for the proper conduct and management of its business and affairs, and the same to change and alter at pleasure, and generally have the right to do any and all legal acts and things necessary for its support and management and, further, allow it to perform any and all legal acts necessary and in support of its objects and purposes.

ARTICLE II.

The registered office of this corporation shall be located at the Office of the Alumni Director, at or near the University of Louisiana at Lafayette in the City and Parish of Lafayette, Louisiana, and all citations and other legal processes shall be served upon its registered agents who shall be the President of the Corporation and the Alumni Director, or in their absence, upon any officer of the corporation.

ARTICLE III.

The object and purposes for which this corporation is established are declared to be:

- (a) To advance and strengthen the tie of affection and esteem formed in school days, and by organized effort to further the interest and improvement of the UNIVERSITY OF LOUISIANA AT LAFAYETTE or its successors; and
- (b) To fund scholarships and other means of encouraging education, and to that end to establish, maintain and administer loan funds for the assistance of worthy students of the UNIVERSITY OF LOUISIANA AT LAFAYETTE; and

- (c) In all and any ways to further the interests of the students and alumni of said school; and to organize local alumni chapters throughout Louisiana and elsewhere; and
- (d) To publish at the discretion of the Alumni Council a suitable newsletter (Alumni Accents) or other publication, to solicit, receive; and use subscriptions and contributions for the promotion of all these ends, provided that said corporation shall have the right to own movable and immovable property.

ARTICLE IV. MEMBERSHIP

SECTION 1. The classification of membership, requirements for membership and dues are to be established and set by the Alumni Council. A member in good standing is a member who has paid such dues as the Alumni Council shall be final arbiter on all questions of membership.

SECTION 2. Only active members of the University of Louisiana at Lafayette Alumni Association shall exercise voting privileges.

ARTICLE V.

SECTION 1. The direction and administration of the Association shall be vested in a board of directors, which is hereby designated and shall be known as the Alumni Council, which shall have the power to create an Executive Council and other committees as it may deem necessary and to delegate to such committees such functions, powers and authority as the Alumni Council may from time to time determine.

SECTION 2. The Alumni Council shall consist of the officers of the Association, all Presidents of local affiliated chapters (and/or regional or area chapters) in good standing, Past Presidents of the Association who shall serve for a period of four years following the termination of the tenure of their office, and elected alumni representatives, and may contain such other membership as may be designated in the by-laws.

SECTION 3. There shall be elected the following officers, listing in descending order: a President, a President-Elect and such other officers as may be prescribed in the by-laws. The respective duties and powers of the officers shall be those prescribed in the by-laws and/or those specifically delegated to each of them from time to time by the Alumni Council. Such officers shall be elected annually, each for a term of one (1) year, at the general annual membership meeting of the Association. In such election, nominations shall be made and ballots cast either in person or, prior thereto, by mail, in accordance with such procedures as the by-laws shall prescribe.

- (a) Subject to the approval of the Alumni Council, the President of this Association shall appoint to serve during his tenure of office a "Recording Secretary", a "Custodian of Funds" and such other administrative assistants as may be determined in his own discretion. These appointees shall serve as ex-officio members of the Alumni Council but without a vote.

SECTION 4. Any vacancy occurring in the Alumni Council, except a vacancy created by the death or resignation of a past president of this Association shall be filled pro-tempore by the Alumni Council. The member thus elected shall serve, however, only until the next annual meeting of the Association, and the Association shall then in the manner provided above a member to serve the balance of the unexpired term.

SECTION 5. By-laws shall be adopted by the Alumni Council and revised, amended and changed as it may see fit from time to time. Such by-laws and any changes shall be annually published in the Alumni Accents, or similar publication.

SECTION 6. The Alumni Council may establish from time to time local affiliated chapters and/or regional or area chapters, determine the eligibility for membership therein, the vicinity and area to be covered by said chapters, shall issue charters for any such chapter created pursuant hereto and shall otherwise regulate and determine the powers, duties, functions and other activities of any such chapter thusly established.

ARTICLE VI. MEETINGS

SECTION 1. The Alumni Council of this corporation shall meet as often as may be necessary but not less than once a year or upon the written request signed by any four (4) members of said board, or upon the call of its President, in the City of Lafayette, or when necessary at some other place. The annual meeting of said corporation shall be held at the time and place designated by the Alumni Council.

ARTICLE VII.

Whenever this corporation may be dissolved either by limitation or from any other cause whatever, its affairs shall be liquidated by two (2) commissioners elected at a general meeting of the members of said corporation after thirty (30) days notice shall have been mailed to the last address of each member. In the event of the death of either of said commissioners or his inability to serve, the surviving commissioner shall act alone.

ARTICLE VIII.

This charter may be amended by a vote of two-thirds of the members present at a regular meeting of the general membership after thirty (30) days notice of said proposed amendment shall have been mailed to each member of the Association at his last known address or shall have been published in full in the Lafayette Advertiser in an issue that

shall appear thirty (30) days or more before the date of the meeting at which such amendment shall be voted upon or which vote may take place by mail after said proposed amendments have been published in full in a publication which is mailed to known members in good standing with said association.

ARTICLE IX.

No member shall ever be held liable or responsible for contracts or faults or obligations of such corporation in any further sum than the unpaid balance of membership fees due by aid member to the corporation. Nor shall any mere informality in organization have the effect or render this charter null or of exposing any member to any liability beyond the amount due by said member as aforesaid.

Certificate:

The undersigned certify that the above and foregoing is a true and correct copy of the charter provisions and articles of incorporation of the University of Louisiana at Lafayette Alumni Association, Inc. as of Jan. 1, 1966.

s/Robert Finley
President

s/Aline Arceneaux
Secretary

Compiled by:

William Bass, Alumni Director
Kaliste J. Saloom, Jr., Past President

Charter Revision Approved
USL Board of Governors
Meeting November 13, 1965

Charter Revision Approved
USL Alumni Association
Board of Governors
Meeting March 4, 1989

Charter Revision Approved
UL Lafayette Alumni Association
Alumni Council
Meeting September 11, 1999

UNITED STATES OF AMERICA
State of Louisiana



Fox McKeithen
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
a copy of an Amendment to the Articles of Incorporation of
THE UNIVERSITY OF SOUTHWESTERN LOUISIANA ALUMNI ASSOCIATION
Domiciled at LAFAYETTE, LOUISIANA, changing the corporate
name to

UNIVERSITY OF LOUISIANA AT LAFAYETTE ALUMNI ASSOCIATION,
INC.

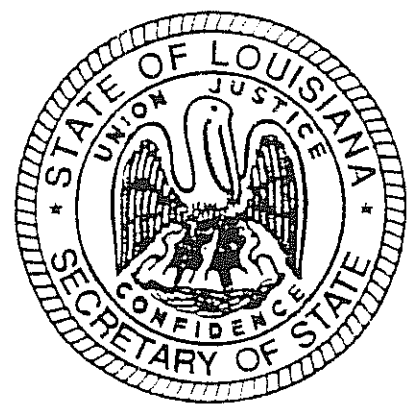
Was filed and recorded in this Office on April 18, 2000.

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

April 18, 2000

Fox McKeithen

CBU 00901300N 34927375
Secretary of State



AMENDMENT TO ARTICLES OF INCORPORATION

OF


UNIVERSITY OF SOUTHWESTERN LOUISIANA
ALUMNI ASSOCIATION, INC.

STATE OF LOUISIANA
Office of the Secretary of State
I hereby certify that this is a true
and correct copy, as taken from the
original on file in this office.



Fox McKeithen
Secretary of State

STATE OF LOUISIANA

APR 18 '00 

PARISH OF LAFAYETTE

BE IT KNOWN, That on this 14th day of April, 2000;

BEFORE ME, RANDALL A. KARR, a Notary Public, duly commissioned and qualified in and for the Parish of Lafayette, State of Louisiana, and in the presence of the witnesses hereinafter named and undersigned:

PERSONALLY CAME AND APPEARED: STEPHEN J. OATS, herein appearing and acting for UNIVERSITY OF SOUTHWESTERN LOUISIANA ALUMNI ASSOCIATION, INC., a corporation organized under the laws of the State of Louisiana, and in Record of Charters in the records of the office of the Secretary of State of Louisiana, domiciled and having its principal place of business in the Parish of Lafayette, who declared that pursuant to the resolution of the Board of Directors of the corporation, adopted at the meeting of the Board of Directors of the corporation, held September 11, 1999, at the office of the corporation, Lafayette, Louisiana, a certified copy of the minutes of which said meeting are hereunto annexed and made a part hereof, they now appear for the purpose of executing this act of amendment and putting into authentic form the amendments so agreed to by the unanimous vote of all directors of said corporation.

And said appearers further declared that by said unanimous vote of all the directors of said corporation, it was resolved that Article I of the Articles of Incorporation of University of

Southwestern Louisiana Alumni Association, Inc. amended so that said Article shall henceforth read as follows:

ARTICLE I

The name of the corporation shall be **University of Louisiana at Lafayette Alumni Association, Inc.**

And said appearers having requested me, Notary, to note said amendment in the form of this public act to the end that said amendment may be promulgated and recorded and thus be read into the original charter of University of Southwestern Louisiana Alumni Association, Inc. as hereinabove set forth.

WITNESSES:

Cecil Mouton

Stephen J. Oats
STEPHEN J. OATS

Karen Elzy

Spurdell C. Larr
NOTARY PUBLIC

STATE OF LOUISIANA

PARISH OF LAFAYETTE

CONSENT TO AMEND ARTICLES OF INCORPORATION

— Acting under the provisions of R. S. 12:64, we, the undersigned, being the President and Secretary of University of Southwestern Louisiana Alumni Association, Inc., a corporation existing under the laws of Louisiana, domiciled in Lafayette Parish, and in order to obviate the necessity of a meeting of the directors of said corporation, hereby consent to the following corporate action on the part of such corporation, each of us specifically waiving the necessity of a meeting of the directors.

I.

We consent that the charter of said corporation be amended by amending Article I thereof to read as follows:

ARTICLE I

The name of the corporation shall be University of Louisiana at Lafayette Alumni Association, Inc.

We consent that Stephen J. Oats may appear before any notary public and execute a notarial act of amendment putting this amendment into authentic form, and we authorize the said Stephen J. Oats to do any and all things necessary and proper to carry out the consent and agreement contained in this document and to fulfill the objects and purposes thereof.

IN WITNESS WHEREOF, we have hereunto signed our names at Lafayette, LA
on this 14th day of APRIL, 2000

Stephen J. Oats
STEPHEN J. OATS

STATE OF LOUISIANA

PARISH OF LAFAYETTE

I, the undersigned, Sharee Broussard, Executive Director of University of Southwestern Louisiana Alumni Association, Inc., a corporation existing under the laws of Louisiana, domiciled in the Lafayette Parish, hereby certify that the subscribers to the foregoing instrument constitute all of the Board of Directors of said corporation and therefore constitute all of the directors entitled to vote at meetings.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of this corporation at Lafayette, Louisiana, on this 14th day of APRIL, 2000.


Sharee Broussard, EXECUTIVE DIRECTOR

RESOLUTION

OF

UNIVERSITY OF SOUTHWESTERN LOUISIANA ALUMNI ASSOCIATION, INC.

STATE OF LOUISIANA

PARISH OF LAFAYETTE

BE IT RESOLVED, that the chartered name of the corporation, University of Southwestern Louisiana Alumni Association, Inc., be changed and it is hereby authorized to now be named **University of Louisiana at Lafayette Alumni Association, Inc.**

CERTIFICATE

I, Sharee Broussard, Executive Director, hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board of Directors of the above named corporation held on the 11th day of September, 1999, at which meeting a quorum was present and voting.


Sharee Broussard, EXECUTIVE DIRECTOR

Resolution for Name Change

WHEREAS, the University of Southwestern Louisiana has changed its name to the University of Louisiana at Lafayette; and

WHEREAS, the Alumni Association must reflect the name of the institution it supports.

BE IT THEREFORE RESOLVED, on September 11, 1999 that this organization's name be officially changed to the University of Louisiana at Lafayette Alumni Association and that all governing documents be changed to the new name.