

**ARTICLES OF INCORPORATION
OF
UNIVERSITY OF LOUISIANA AT LAFAYETTE
PROPERTY FOUNDATION**

**STATE OF LOUISIANA
PARISH OF LAFAYETTE**

BE IT KNOWN, that on this 21st day of January, 2000, before me, the undersigned Notary Public in and for the Parish and State aforesaid, personally came and appeared the undersigned parties who declared, in the presence of the undersigned competent witnesses that, availing themselves of the provisions of the Louisiana Nonprofit Corporation law, to-wit, Louisiana R.S. 12:201-12:269 (1950 as amended), they do hereby organize a nonprofit corporation under and in accordance with these articles of incorporation as follows:

ARTICLE 1

Name

The name of this corporation is **UNIVERSITY OF LOUISIANA AT LAFAYETTE PROPERTY FOUNDATION** (hereinafter referred to in these articles as the "Foundation").

ARTICLE 2

Purposes

The Foundation is organized for benevolent, charitable, scientific and educational purposes and to that end, its purposes and objects are to promote the social, moral, educational and material welfare of the University of Louisiana at Lafayette and of its faculty, graduates, students and former students, friends and business interests, to establish, maintain, manage and administer all funds in the Foundation and to receive scholarships, gifts, donations, devises and bequests of money and real and personal property to become a part thereof, and to invest, care for, manage and control all monies and properties so received, and to disburse the same, and the income therefrom, as the donors may direct, or in case specific a directions are not given, then to such uses as the Board of Trustees of the University of Louisiana at Lafayette may determine, in aid of any of the activities, institutions, interests, purposes and objects of the University of Louisiana at Lafayette, and to aid any student to continue his education, or any department thereof, or for the carrying on in said institution of any line of research work or investigation in sociology, the science, arts and industries embraced in the purposes and objects of said institution.

ARTICLE 3
Registered Office

The location and post office address of its registered office is:

101 Girard Park Drive
Post Office Box 44290
Lafayette, LA 70504

ARTICLE 4
Registered Agents

The full names and addresses of its registered agent is:

Joel E. Gooch
212 Kings Road
Lafayette, LA 70503

ARTICLE 5
Basis of Organization

A. This corporation shall be organized without capital stock and the Trustees shall make up the membership, said membership to be evidenced by certificates issued to the Trustees.

B. The Board of Trustees is given the power to establish various classes of membership and is given the power to set the criteria for membership and for serving on the Board of Trustees, all as the Board of Trustees may deem necessary to carry out the purposes of this corporation.

C. Each Trustee shall be entitled to one (1) vote or vote by proxy. The certificates of membership issued to the Trustees shall not be transferrable by assignment, sale or inheritance or testament upon death of the party to whom it has been issued, and no rights of membership which may have been issued pursuant to the issuance of said certificate shall inure to any assignee, vendee, heir or legatee.

D. Unless otherwise provided in these Articles of Incorporation, the manner of election and term of the Trustees shall be prescribed by the by-laws.

ARTICLE 6

Trustees

A. The names of the first Trustees and their post office addresses are as follows:

(1)	Dr. Ray Authement 101 Girard Park Drive Lafayette, LA 70503	(2)	Dailey J. Berard 101 Girard Park Drive Lafayette, LA 70503
(3)	John J. Burdin, Jr. 101 Girard Park Drive Lafayette, LA 70503	(4)	C. R. Clouthier 101 Girard Park Drive Lafayette, LA 70503
(5)	James J. Davidson, III 101 Girard Park Drive Lafayette, LA 70503	(6)	Gerald A. Dubroc 101 Girard Park Drive Lafayette, La 70503
(7)	William Fenstermaker 101 Girard Park Drive Lafayette, LA 70503	(8)	Joel E. Gooch 101 Girard Park Drive Lafayette, LA 70503
(9)	Dr. Charles D. Lein 101 Girard Park Drive Lafayette, LA 70503	(10)	Janet R. Morein 101 Girard Park Drive Lafayette, LA 70503
(11)	Dwight W. Andrus, Jr. 101 Girard Park Drive Lafayette, LA 70503	(12)	Barry Berthelot 101 Girard Park Drive Lafayette, LA 70503
(13)	John N. Chappuis 101 Girard Park Drive Lafayette, LA 70503	(14)	Dr. F. Jay Culotta, Jr. 101 Girard Park Drive Lafayette, LA 70503
(15)	P. J. deGravelles 101 Girard Park Drive Lafayette, LA 70503	(16)	Robert Eddy, Jr. 101 Girard Park Drive Lafayette, LA 70503
(17)	Mary Jane Gates 101 Girard Park Drive Lafayette, LA 70503	(18)	Alfred Lamson 101 Girard Park Drive Lafayette, LA 70503

(19)	Jerry Meaux 101 Girard Park Drive Duson, LA 70503	(20)	James H. Prince 101 Girard Park Drive Lafayette, LA 70503
(21)	Dudley Romero 101 Girard Park Drive Lafayette, LA 70503	(22)	W. W. Rucks III 101 Girard Park Drive Lafayette, LA 70503
(23)	Dr. George R. Smith 101 Girard Park Drive Lafayette, LA 70503	(24)	C. J. Stelly 101 Girard Park Drive Lafayette, LA 70503
(25)	Margaret Steen Villemez 101 Girard Park Drive Lafayette, LA 70503	(26)	Carol A. Ross 101 Girard Park Drive Lafayette, LA 70503
(27)	John Sarver 101 Girard Park Drive Lafayette, LA 70503	(28)	Charles R. Sonnier 101 Girard Park Drive Lafayette, LA 70503
(29)	Robert E. Tujaque, Sr. 101 Girard Park Drive Lafayette, LA 70503	(30)	Richard E. Zuschlag 101 Girard Park Drive Lafayette, LA 70503

B. The direction and administration of this corporation shall be vested in a Board of Trustees consisting of not less than fifteen (15) nor more than fifty (50) members.

C. The qualification, terms of office, manner of election, compensation, powers and duties of the Trustees, the time, place and manner of calling, giving notice and of conducting Trustees' meetings, and the number of Trustees which shall constitute a quorum, shall be prescribed by the by-laws.

D. The Board of Trustees shall elect the following officers whose duties, responsibilities and authorities as set forth in the by-laws are hereby declared to be:

1. President
2. Vice-President
3. Secretary-Treasurer
4. Such other officers as the Board of Trustees may in its discretion deem to be required.

ARTICLE 7

Meetings

There shall be an annual meeting of the Board of Trustees which shall take place on the second Tuesday of February, or, in the event that that day is a legal holiday, on the first day thereafter which is not, a legal holiday. It shall be the duty of the President, and upon his failure or neglect, the duty of the Secretary-Treasurer or any other officer, to mail notice at least ten (10) days prior to that annual meeting to all Trustees. All other meetings shall be provided for in the by-laws.

ARTICLE 8

By-Laws

The Board of Trustees shall have the power to make, amend and repeal the by-laws governing this corporation provided they are in accordance with and do not conflict with these Articles of Incorporation.

ARTICLE 9

Limit of Indebtedness

The corporation shall not be limited in the amount of indebtedness which it may incur at any given time.

ARTICLE 10

Dissolution

In the event of the dissolution of this corporation by any manner whatsoever, all remaining assets of the corporation of whatever nature, after payment of all legal expenses, will be donated or transferred to the University of Louisiana at Lafayette or to some other Internal Revenue Service recognized and approved non-profit charitable organization.

ARTICLE 11

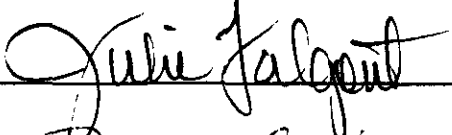
Amendments

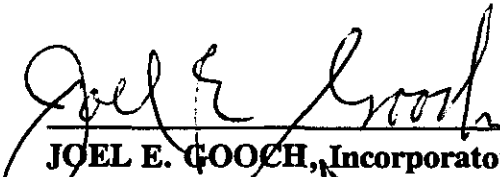
A. These Articles of Incorporation may be amended at a meeting of the Board of Trustees or any special meeting of the Board of Trustees called for that purpose by a vote of a majority of said Board of Trustees.

B. Notice of any meeting in which it is proposed to amend the articles shall be sent through the United States Mail, properly addressed to each Trustee and shall state the time and place of such meeting, stating further the proposed amendment(s) in substance, not less than ten (10) days and not more than sixty (60) days prior to such meeting.

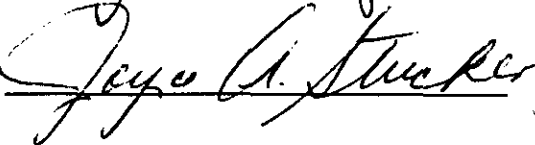
THUS DONE AND PASSED at Lafayette, Louisiana on the date herein first above written, in the presence of the undersigned competent witnesses who hereunto signed their names with the said appearers and me, Notary, after reading of the whole.

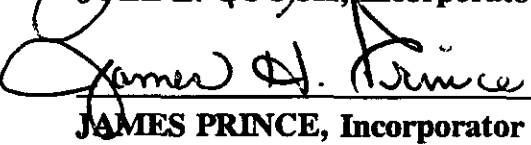
WITNESSES:





JOEL E. GOOCH, Incorporator





JAMES PRINCE, Incorporator



NOTARY PUBLIC

**INITIAL CORPORATION REPORT
OF
UNIVERSITY OF LOUISIANA AT LAFAYETTE FOUNDATION**

**TO: Secretary of State
State of Louisiana
Baton Rouge, Louisiana**

Complying with LA. R.S. 1950, 12:101, **UNIVERSITY OF LOUISIANA AT LAFAYETTE FOUNDATION** hereby makes its Initial Report as follows:

1. The location and post office address of the registered office is:

101 Girard Park Drive
Lafayette, LA 70503

2. The name, post office address and municipal address of the Registered Agent is:

Joel E. Gooch
212 Kings Road
Lafayette, LA 70503

3. The first Board of Trustees, their post office and municipal addresses are:

(1)	Dr. Ray Authement 101 Girard Park Drive Lafayette, LA 70503	(2)	Dailey J. Berard 101 Girard Park Drive Lafayette, LA 70503
(3)	John J. Burdin, Jr. 101 Girard Park Drive Lafayette, LA 70503	(4)	C. R. Clouthier 101 Girard Park Drive Lafayette, LA 70503
(5)	James J. Davidson, III 101 Girard Park Drive Lafayette, LA 70503	(6)	Gerald A. Dubroc 101 Girard Park Drive Lafayette, La 70503
(7)	William Fenstermaker 101 Girard Park Drive Lafayette, LA 70503	(8)	Joel E. Gooch 101 Girard Park Drive Lafayette, LA 70503
(9)	Dr. Charles D. Lein 101 Girard Park Drive Lafayette, LA 70503	(10)	Janet R. Morein 101 Girard Park Drive Lafayette, LA 70503
(11)	Dwight W. Andrus, Jr. 101 Girard Park Drive Lafayette, LA 70503	(12)	Barry Berthelot 101 Girard Park Drive Lafayette, LA 70503

(13)	John N. Chappuis 101 Girard Park Drive Lafayette, LA 70503	(14)	Dr. F. Jay Culotta, Jr. 101 Girard Park Drive Lafayette, LA 70503
(15)	P. J. deGravelles 101 Girard Park Drive Lafayette, LA 70503	(16)	Robert Eddy, Jr. 101 Girard Park Drive Lafayette, LA 70503
(17)	Mary Jane Gates 101 Girard Park Drive Lafayette, LA 70503	(18)	Alfred Lamson 101 Girard Park Drive Lafayette, LA 70503
(19)	Jerry Meaux 101 Girard Park Drive Duson, LA 70503	(20)	James H. Prince 101 Girard Park Drive Lafayette, LA 70503
(21)	Dudley Romero 101 Girard Park Drive Lafayette, LA 70503	(22)	W. W. Rucks III 101 Girard Park Drive Lafayette, LA 70503
(23)	Dr. George R. Smith 101 Girard Park Drive Lafayette, LA 70503	(24)	C. J. Stelly 101 Girard Park Drive Lafayette, LA 70503
(25)	Margaret Steen Villemez 101 Girard Park Drive Lafayette, LA 70503	(26)	Carol A. Ross 101 Girard Park Drive Lafayette, LA 70503
(27)	John Sarver 101 Girard Park Drive Lafayette, LA 70503	(28)	Charles R. Sonnier 101 Girard Park Drive Lafayette, LA 70503
(29)	Robert E. Tujaque, Sr. 101 Girard Park Drive Lafayette, LA 70503	(30)	Richard E. Zuschlag 101 Girard Park Drive Lafayette, LA 70503

DATED AND SIGNED at Lafayette, Louisiana, on this 21st day of January,
2000.

INCORPORATORS:



JOEL E. GOOCH



JAMES PRINCE

Jay Dardenne
Secretary of State



DOMESTIC CORPORATION
ANNUAL REPORT

For Period Ending
January 28, 2009



Mailing Address Only (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)

34885794 N 417
UNIVERSITY OF LA. AT LAFAYETTE PROP. FOUND
P. O. BOX 44290
LAFAYETTE, LA 70504

(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX)

Registered Office Address in Louisiana
(Do Not Use P.O. Box)
705 EAST S. MARY BLVD.
LAFAYETTE, LA 70503

Federal Tax ID Number

72-1470236

Our records indicate the following registered agents for the corporation. Indicate any changes or deletions below.
All agents must have a Louisiana address. Do not use a P. O. Box.
A NEW REGISTERED AGENT REQUIRES A NOTARIZED SIGNATURE.

JULIE BOLTON PALGOUT
705 E. ST. MARY BLVD./LAFAYETTE, LA 70503

I hereby accept the appointment of registered agent(s).

Sworn to and subscribed before me on
NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #

New Registered Agent Signature

Notary Signature

Date

This report reflects a maximum of three officers or directors from our records for the corporation. Indicate any changes or deletions below. Include a listing of all names along with each title held and their address. Do not use a P.O. Box. If additional space is needed, attach an addendum.

JOHN N. CHAPPUIS PRES
121 HILLSIDE DRIVE/LAFAYETTE, LA 70503
BARRY BERTHELOT VICE PRES
103 PLAINFIELD CIRCLE/LAFAYETTE, LA 70503
GERALD DUBROC SECT/TREAS
804 SOUTH MICHOT DRIVE/LAFAYETTE, LA 70508

SIGN →

To be signed by an officer or director

Barry Berthelot

Title

Vice President

Phone

(337) 482-0700

Date

1/26/09

Enclose filing fee of \$ 5.00

Make remittance payable to Secretary of State
Do Not Send Cash
Do Not Staple

web site: www.sos.louisiana.gov

Return by: January 28, 2009

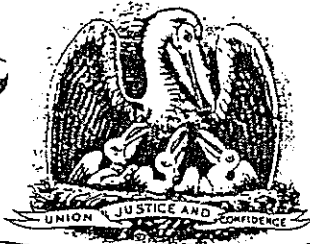
to: Commercial Division
P.O. Box 94125
Baton Rouge, LA 70804-9125
Phone (225) 925-4704

DO NOT STAPLE

CHECK
IF NO
CHANGE

(✓)

UNITED STATES OF AMERICA
State of Louisiana



Jox McKeithen

SECRETARY OF STATE

As Secretary of State of the State of Louisiana, I do hereby Certify that

a copy of the Articles of Incorporation of

UNIVERSITY OF LOUISIANA AT LAFAYETTE PROPERTY FOUNDATION

Domiciled at LAFAYETTE, LOUISIANA,

Was filed and recorded in this Office on January 28, 2000,

And all fees having been paid as required by law, the corporation is authorized to transact business in this State, subject to the restrictions imposed by law, including the provisions of R.S. Title 12, Chapter 2.

FILE NO.

00-004820

LOUIS J. PERRET
CLERK OF
COURT RECORDER

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,

January 28, 2000

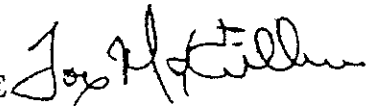
Jox McKeithen

YDY 34885794N
Secretary of State



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.

ARTICLES OF INCORPORATION
OF
UNIVERSITY OF LOUISIANA AT LAFAYETTE
PROPERTY FOUNDATION


Fox McKeithen
Secretary of State

STATE OF LOUISIANA
PARISH OF LAFAYETTE

JAN 28 2000



BE IT KNOWN, that on this 21st day of January, 2000, before me, the undersigned Notary Public in and for the Parish and State aforesaid, personally came and appeared the undersigned parties who declared, in the presence of the undersigned competent witnesses that, availing themselves of the provisions of the Louisiana Nonprofit Corporation law, to-wit, Louisiana R.S. 12:201-12:269 (1950 as amended), they do hereby organize a nonprofit corporation under and in accordance with these articles of incorporation as follows:

ARTICLE 1

Name

The name of this corporation is UNIVERSITY OF LOUISIANA AT LAFAYETTE PROPERTY FOUNDATION (hereinafter referred to in these articles as the "Foundation").

ARTICLE 2

Purposes

The Foundation is organized for benevolent, charitable, scientific and educational purposes and to that end, its purposes and objects are to promote the social, moral, educational and material welfare of the University of Louisiana at Lafayette and of its faculty, graduates, students and former students, friends and business interests, to establish, maintain, manage and administer all funds in the Foundation and to receive scholarships, gifts, donations, devises and bequests of money and real and personal property to become a part thereof, and to invest, care for, manage and control all monies and properties so received, and to disburse the same, and the income therefrom, as the donors may direct, or in case specific a directions are not given, then to such uses as the Board of Trustees of the University of Louisiana at Lafayette may determine, in aid of any of the activities, institutions, interests, purposes and objects of the University of Louisiana at Lafayette, and to aid any student to continue his education, or any department thereof, or for the carrying on in said institution of any line of research work or investigation in sociology, the science, arts and industries embraced in the purposes and objects of said institution.

ARTICLE 3
Incorporators and Registered Office

The incorporators and their addresses are:

Joel E. Gooch	James H. Prince
101 Girard Park Drive	101 Girard Park Drive
Lafayette, LA 70503	Lafayette, LA 70503

The location and municipal address of its registered office is:

101 Girard Park Drive
Lafayette, LA 70503

ARTICLE 4
Registered Agents

The full names and addresses of its registered agent is:

Joel E. Gooch
212 Kings Road
Lafayette, LA 70503

ARTICLE 5
Basis of Organization

A. This corporation shall be organized without capital stock and the Trustees shall make up the membership, said membership to be evidenced by certificates issued to the Trustees.

B. The Board of Trustees is given the power to establish various classes of membership and is given the power to set the criteria for membership and for serving on the Board of Trustees, all as the Board of Trustees may deem necessary to carry out the purposes of this corporation.

C. Each Trustee shall be entitled to one (1) vote or vote by proxy. The certificates of membership issued to the Trustees shall not be transferrable by assignment, sale or inheritance or testament upon death of the party to whom it has been issued, and no rights of membership which may have been issued pursuant to the issuance of said certificate shall inure to any assignee, vendee, heir or legatee.

D. Unless otherwise provided in these Articles of Incorporation, the manner of election and term of the Trustees shall be prescribed by the by-laws.

ARTICLE 6

Trustees

A. The names of the first Trustees and their post office addresses are as follows:

(1)	Dr. Ray Authement 101 Girard Park Drive Lafayette, LA 70503	(2)	Dailey J. Berard 101 Girard Park Drive Lafayette, LA 70503
(3)	John J. Burdin, Jr. 101 Girard Park Drive Lafayette, LA 70503	(4)	C. R. Clouthier 101 Girard Park Drive Lafayette, LA 70503
(5)	James J. Davidson, III 101 Girard Park Drive Lafayette, LA 70503	(6)	Gerald A. Dubroc 101 Girard Park Drive Lafayette, La 70503
(7)	William Fenstermaker 101 Girard Park Drive Lafayette, LA 70503	(8)	Joel E. Gooch 101 Girard Park Drive Lafayette, LA 70503
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(29)	Robert E. Tujaque, Sr. 101 Girard Park Drive Lafayette, LA 70503	(30)	Richard E. Zuschlag 101 Girard Park Drive Lafayette, LA 70503

B. The direction and administration of this corporation shall be vested in a Board of Trustees consisting of not less than fifteen (15) nor more than fifty (50) members.

C. The qualification, terms of office, manner of election, compensation, powers and duties of the Trustees, the time, place and manner of calling, giving notice and of conducting Trustees' meetings, and the number of Trustees which shall constitute a quorum, shall be prescribed by the by-laws.

D. The Board of Trustees shall elect the following officers whose duties, responsibilities and authorities as set forth in the by-laws are hereby declared to be:

1. President
2. Vice-President
3. Secretary-Treasurer
4. Such other officers as the Board of Trustees may in its discretion deem to be required.

ARTICLE 7
Meetings

There shall be an annual meeting of the Board of Trustees which shall take place on the second Tuesday of February, or, in the event that that day is a legal holiday, on the first day thereafter which is not, a legal holiday. It shall be the duty of the President, and upon his failure or neglect, the duty of the Secretary-Treasurer or any other officer, to mail notice at least ten (10) days prior to that annual meeting to all Trustees. All other meetings shall be provided for in the by-laws.

ARTICLE 8
By-Laws

The Board of Trustees shall have the power to make, amend and repeal the by-laws governing this corporation provided they are in accordance with and do not conflict with these Articles of Incorporation.

ARTICLE 9
Limit of Indebtedness

The corporation shall not be limited in the amount of indebtedness which it may incur at any given time.

ARTICLE 10
Dissolution

In the event of the dissolution of this corporation by any manner whatsoever, all remaining assets of the corporation of whatever nature, after payment of all legal expenses, will be donated or transferred to the University of Louisiana at Lafayette or to some other Internal Revenue Service recognized and approved non-profit charitable organization.

ARTICLE 11
Amendments

A. These Articles of Incorporation may be amended at a meeting of the Board of Trustees or any special meeting of the Board of Trustees called for that purpose by a vote of a majority of said Board of Trustees.

B. Notice of any meeting in which it is proposed to amend the articles shall be sent through the United States Mail, properly addressed to each Trustee and shall state the time and place of such meeting, stating further the proposed amendment(s) in substance, not less than ten (10) days and not more than sixty (60) days prior to such meeting.

THUS DONE AND PASSED at Lafayette, Louisiana on the date herein first above written, in the presence of the undersigned competent witnesses who hereunto signed their names with the said appearers and me, Notary, after reading of the whole.

WITNESSES:

Julie Falgout

Joyce A. Tucker

Joel E. Gooch

JOEL E. GOOCH, Incorporator

James H. Prince

JAMES PRINCE, Incorporator

Rachel Ray Veiller
NOTARY PUBLIC

AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY
REGISTERED AGENT

TO: Secretary of State
State of Louisiana
Baton Rouge, Louisiana

RE: UNIVERSITY OF LOUISIANA AT LAFAYETTE PROPERTY FOUNDATION

On this 16th day of December, 1999, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared JOEL E. GOOCH, whose address is 212 Kings Road, Lafayette, LA 70503, who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of UNIVERSITY OF LOUISIANA AT LAFAYETTE PROPERTY FOUNDATION.



JOEL E. GOOCH, Registered Agent

SWORN TO AND SUBSCRIBED before me this 16th day of December, 1999.



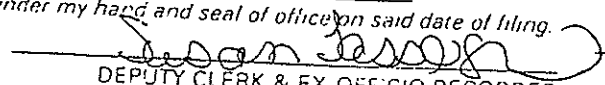
NOTARY PUBLIC

STATE OF LOUISIANA }
PARISH OF LAFAYETTE }

I hereby certify this to be a full and true copy of an original instrument filed in my office on the date and hour and under the Registry Number stamped hereon to be

recorded in the {
Conveyance _____ } Records
Mortgage _____ }
Chattel mortgage _____ }

Given under my hand and seal of office on said date of filing.



DEPUTY CLERK & EX-OFFICIO RECORDER