



State of Missouri . . . Office of Secretary of State

ROY D. BLUNT, Secretary of State
CORPORATION DIVISION

Articles of Incorporation
of a
General Not For Profit Corporation

Filing Fee \$10.00

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

SEP 14 1992

HONORABLE ROY D. BLUNT
SECRETARY OF STATE
STATE OF MISSOURI
P.O. BOX 778
JEFFERSON CITY, MO 65102

Roy D. Blunt

We the undersigned,

(Not less than three)

Table with 6 columns: Type or Print Name, Number, Street, City, State, Zip. Rows include Dr. John P. Schuelke, Dr. Norman D. Sell, and Reverend Alvin L. Barry.

being natural persons of the age of eighteen years or more and citizens of the United States, for the purpose of forming a corporation under the "General Not For Profit Corporation Law" of the State of Missouri, do hereby adopt the following Articles of Incorporation:

- 1. The name of the corporation is: Concordia University System
2. The period of duration of the corporation is: perpetual
3. The address of its initial Registered Office in the State of Missouri is: 1333 South Kirkwood Road, St. Louis, Missouri 63122 and the name of its initial Registered Agent at said Address is: William F. Meyer

- 4. The first Board of Directors shall be eleven in number, their names and addresses being as follows:

Table with 6 columns: Type or Print Name, Number, Street, City, State, Zip. Content: See Exhibit "A" attached hereto and made a part hereof

- 5. The purpose or purposes for which the corporation is organized are:

See Exhibit "B" attached hereto and made a part hereof

(NOTE: Any special provision authorized or permitted by Statute to be contained in the Articles of Incorporation may be inserted above.)

(INCORPORATORS MUST SIGN BELOW)

John P. Schuelke  
John P. Schuelke  
Norman D. Sell  
Norman D. Sell  
Alvin L. Barry  
Alvin L. Barry

} Incorporators

VERIFICATION

FILED AND CERTIFICATE OF INCORPORATION ISSUED

SEP 14 1992

*Ray D. Bluest*

STATE OF MISSOURI  
County of ST. LOUIS

} ss.

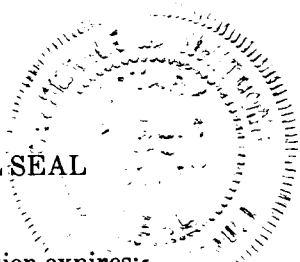
I, Catherine M. Whitcomb a Notary Public,

do hereby certify that on the 8th day of September, 19 92,

John P. Schuelke, Norman D. Sell and Alvin L. Barry  
Type or Print (Names of Incorporators)

personally appeared before me and being first duly sworn by me severally acknowledged that they signed as their free act and deed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true, to their best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.



Catherine M. Whitcomb  
(Notary Public)

NOTARIAL SEAL

CATHERINE M. WHITCOMB  
Notary Public  
STATE OF MISSOURI  
ST. LOUIS COUNTY

My commission expires:

My Commission Expires AUG 14, 1994

EXHIBIT "A"

Rev. Steven Briel  
9145 Co. Rd. 101  
Maple Grove, MN 55369

Dr. James Holste  
3025 Hummingbird Circle  
Bryan, TX 77801

Dr. David Kaufmann  
3745 NW Seventh Avenue  
Gainesville, FL 32607

Rev. Dr. Paul Maier  
8383 W. Main Street  
Kalamazoo, MI 49009

Rev. John Meyer  
840 North Eleventh  
Grand Junction, CO 81501

Dr. Duane Rohmaller  
760 Victoria  
Costa Mesa, CA 92627

Dr. Ralph Reinke  
11204 Taterwood Drive  
Austin, TX 78750-2532

Dr. George Royal  
1509 Girard Street NE  
Washington, D.C. 20018

Dr. Norman Sell  
The Lutheran Church-  
Missouri Synod  
1333 South Kirkwood Road  
St. Louis, MO 63122

Rev. Alvin L. Barry  
President  
The Lutheran Church-  
Missouri Synod  
1333 South Kirkwood Road  
St. Louis, MO 63122

Mr. Leland Schroeder  
1530 East 11  
Ogallala, NE 69153

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*Roy D. Blunt*

ARTICLES OF INCORPORATION  
OF  
CONCORDIA UNIVERSITY SYSTEM

FIRST: The name of the Corporation shall be CONCORDIA UNIVERSITY SYSTEM.

SECOND: Its Registered Office shall be at 1333 South Kirkwood Road, St. Louis, Missouri. The name of its Registered Agent at such address is William F. Meyer.

THIRD: Its duration shall be perpetual.

FOURTH: This Corporation is formed for religious and educational purposes, to wit organizing the colleges and universities of The Lutheran Church--Missouri Synod into a system for educating students within the tradition of the liberal arts and from the perspective of the Holy Scriptures and the Lutheran Confessions providing an environment for men and women preparing for church related vocations and a variety of professional fields and, in so doing, is organized:

A. To approve formal courses of instruction as part of an integrated system of quality academic programs leading to associate of arts, bachelor, and graduate degrees which are accredited by the regional accrediting agency for a given college or university of the Synod.

B. To provide a variety of cooperative endeavors and services while insuring the autonomy of each of the separate colleges and universities of the Synod whose Boards of Regents adopt policies which fit within the broad parameters of Concordia University System and which are not contrary to the policies set forth under the Handbook of The Lutheran Church--Missouri Synod.

C. To aid the colleges and universities of the system to extend to the congregations of the Synod an array of resources to aid and encourage the proclamation of the word of God and the extension of God's kingdom on earth.

D. To aid in motivating congregations, individuals, and other organizations to provide financial support to underwrite the stated purposes and programs of the system and for each college or university of the Synod.

E. To promote the values of the university system through various media, such efforts to include the recruitment of students, promotion of scholarships and endowments, and publicizing the uniqueness of each institution.

F. To make corporate decisions which will afford The Lutheran Church--Missouri Synod an effective and efficient system of higher education.

FIFTH: The affairs of the Corporation shall be managed by a Board of Directors consisting of such number and which shall be constituted in such manner and for terms of such length and number as shall be set forth in the Bylaws of the Corporation.

SIXTH: Upon dissolution and liquidation of this Corporation, all assets of the Corporation remaining after all liabilities and obligations of the Corporation shall have been paid, satisfied, and discharged, or adequate provision made therefore, shall be transferred, conveyed, and distributed to The Lutheran Church--Missouri Synod, a non-profit Missouri corporation; provided, however, that if, on the date of such proposed distribution, The Lutheran Church--Missouri Synod shall no longer be in existence or shall not qualify under Section 501(c)(3) of the Internal Revenue Code of 1954 (as the same may hereafter be amended and supplemented) then, in such event, the assets of the Corporation, upon its dissolution and liquidation, shall be transferred, conveyed, and distributed to such other non-profit organization(s) as may be specified in or provided for under the Plan of Distribution adopted by the Corporation pursuant to Chapter 355 of the Revised Statutes of Missouri of 1959, provided, however, that in any event, each such distributee organization shall be exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954, as the same may be hereafter amended or supplemented. Any reference in these Articles of Incorporation to The Lutheran Church--Missouri Synod shall include the successor(s) and assign(s) thereof and any corporation into which or with which it may be merged or consolidated.

SEVENTH: The Corporation is a component part of the denomination The Lutheran Church--Missouri Synod and as such is subject to the Constitution of The Lutheran Church--Missouri Synod. The Corporation shall have Bylaws, which shall be subject to amendment as specified therein, which shall not be inconsistent with the provisions of these Articles of Incorporation. Nothing contained in these Articles of Incorporation or the said Bylaws shall be inconsistent with the Constitution of The Lutheran Church--Missouri Synod (to which they shall be subordinate and which shall prevail in the event of any conflict) or inconsistent with the laws of the United States of America or the State of Missouri; and the Board of Directors of the Corporation, its officers, employees, agents, and all of its activities shall be subject to the duly enacted Bylaws of The Lutheran Church--Missouri Synod and resolutions duly enacted by the Synod, assembled in convention, to the same extent as if all of those individuals and activities were directly those of The Lutheran Church--Missouri Synod.

EIGHTH: The Members of the Corporation, for purposes of amending these Articles of Incorporation, electing the Corporation's Board of Directors, and performing such other functions as may be required of Members of a corporation, shall consist of the following:

National Members: Five lay persons selected by the Board of Directors of The Lutheran Church--Missouri Synod and ten district presidents, from districts of The Lutheran Church--Missouri Synod other than those represented on Boards of Regents, elected by the Council of Presidents of The Lutheran Church--Missouri Synod to serve for terms of such length and number as shall be set forth in the Bylaws of the Corporation.

Regent Members: Two individuals representing each of the ten college and university Boards of Regents of The Lutheran Church--Missouri Synod selected by such Board of Regents to serve for terms of such length and number as shall be set forth in the Bylaws of the Corporation.

All Members must be communicant members of member congregations of The Lutheran Church--Missouri Synod.

NINTH: The Articles of Incorporation may be amended by the Board of Directors adopting a resolution by majority vote approving the proposed amendment(s) and directing that such be submitted to a vote at a meeting of the Members. The Members may also initiate amendments. The proposed amendment(s) shall be adopted in the following manner: a two-thirds (2/3) majority vote of all Members present at such meeting is required to amend the Articles of Incorporation except that a two-thirds (2/3) majority vote of National Members present at such meeting and a two-thirds (2/3) majority vote of the Regent Members present at such meeting, each group voting separately, is required to amend Article Fourth (objects and purposes of the Corporation), Article Sixth (distribution of net assets in the event of dissolution), Article Eighth (establishing Members of the Corporation) and Article Ninth (procedure for amending the Articles of Incorporation). Written notice of the proposed amendment(s) shall be given to the Members at least 90 days prior to the meeting at which such amendment(s) shall be considered.

FILED AND CERTIFICATE  
INCORPORATION ISSUED

SEP 14 1992

*Roy D. Bluest*

# STATE OF MISSOURI



**ROY D. BLUNT**  
SECRETARY OF STATE

CORPORATION DIVISION  
CERTIFICATE OF INCORPORATION  
GENERAL NOT FOR PROFIT

WHEREAS, DUPLICATE ORIGINALS OF ARTICLES OF INCORPORATION OF  
CONCORDIA UNIVERSITY SYSTEM

HAVE BEEN RECEIVED AND FILED IN THE OFFICE OF THE SECRETARY OF  
STATE, WHICH ARTICLES, IN ALL RESPECTS, COMPLY WITH THE  
REQUIREMENTS OF THE GENERAL NOT FOR PROFIT CORPORATION LAW;

NOW, THEREFORE, I, ROY D. BLUNT, SECRETARY OF STATE OF THE STATE  
OF MISSOURI, BY VIRTUE OF THE AUTHORITY VESTED IN ME BY LAW, DO  
HEREBY CERTIFY AND DECLARE THIS ENTITY A BODY CORPORATE, DULY  
ORGANIZED THIS DATE AND THAT IT IS ENTITLED TO ALL RIGHTS AND  
PRIVILEGES GRANTED CORPORATIONS ORGANIZED UNDER THE GENERAL NOT  
FOR PROFIT CORPORATION LAW.

IN TESTIMONY WHEREOF, I HAVE SET MY  
HAND AND IMPRINTED THE GREAT SEAL OF  
THE STATE OF MISSOURI, ON THIS, THE  
14TH DAY OF SEPTEMBER, 1992.

*Roy D. Blunt*  
Secretary of State



\$10.00