

Articles of Incorporation

of

Nebraska Zen Center

Omaha

Perpetual

Filing 5.00
Recording 8.00

R.A.
John Marquez
1915 No. 84th St.
Omaha, Nebraska 68114

392952

Receipt No C 85433

STATE OF NEBRASKA }
SECRETARY'S OFFICE } SS

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Allen J. Beermann

Secretary of State

C. Jesolowski

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ARTICLES OF INCORPORATION

OF

NEBRASKA ZEN CENTER

The undersigned, acting as incorporators of a corporation under the Nebraska Non-Profit Corporation Act adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of the corporation shall be NEBRASKA ZEN CENTER.

ARTICLE II

DURATION

The period of duration of corporate existence is perpetual.

ARTICLE III

PURPOSES

A. The purposes or purposes for which this corporation is organized are:

1. To administer the affairs, property and temporalities of a religious corporation whose principal function shall be the study and practice of the teachings of Zen Buddhism.

2. To operate exclusively for charitable or educational purposes, including but not limited to receiving contributions and paying them over to one or more organizations (other than organizations testing for public safety) described in Section 501(c)(3) and exempt from taxation under Section 501(a), of the Internal Revenue Code, as now in force or afterwards amended.

3. To do and engage in all lawful activities that are in furtherance of one or more of the general purposes of the corporation, including, but not limited to doing and transacting all other business incident to, necessary or suitable or advisable for, or in any way connected with the foregoing purposes.

4. To have and exercise the general powers specified in Section 21-1904 of the Nebraska Non-Profit Corporation Act.

ARTICLE IV

The following additional provisions are inserted for the regulation of the affairs of the corporation:

1. Legislative and Political Activities. No substantial part of the activities of the corporation shall consist of attempting to influence legislation by propaganda or otherwise, or directly or indirectly participate in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

2. Prohibited Transactions. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code, as now in force or afterwards amended, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as now in force or afterwards amended.

3. Distribution of Earnings. No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in force or hereafter amended.

4. Compensation. No compensation will be paid to any member, officer, director, trustee, incorporator or organizer of the corporation or any substantial contributor to it, except as a reasonable allowance for services actually rendered to or for the corporation.

5. Distribution of Assets Upon Dissolution.
Upon dissolution of the corporation, its remaining assets, if any, shall be distributed to the State of Nebraska, or an appropriate agency thereof, or to one or more organizations organized and operated exclusively for charitable or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in force or afterwards amended, as the Directors of the corporation shall determine.

ARTICLE V

REGISTERED OFFICE

The location of its initial registered office is 1915 North 84th Street, Omaha, Douglas County, Nebraska, and the name of the initial registered agent at such address is John Marquez.

ARTICLE VI

INCORPORATORS

The names and addresses of the incorporators, who are natural persons of full age, are: Bruce A. Pauley, 8725 Countryside Plaza, Omaha, Nebraska 68114 and John Marquez, 1915 North 84th Street, Omaha, Nebraska.

ARTICLE VII

The management of the corporation shall be vested in a Board of Directors. The number of persons constituting the Board of Directors shall be fixed by the By-Laws of the corporation, and may be altered by amending the By-Laws, but shall never be less than the minimum permitted by law. The terms of office of the members of the Board of Directors (other than the terms of the members of the first Board of Directors) shall be fixed by the By-Laws and may be altered by amending the By-Laws.

The number of members of the first Board of Directors shall be five, and the following persons shall constitute the first Board of Directors, each of whom shall continue in office until the first meeting of the members of the corporation and until his successor is elected or until he is removed as provided by law or in the By-Laws:

Karen Farrar 817 South 60th Street
Omaha, Nebraska

Gordon Becker 816 South 67th Street
Omaha, Nebraska

Rex Olson 5031 Spence Street
Omaha, Nebraska

Robert Frank 6010 South 100 Plaza, Apt. 2A
Omaha, Nebraska

John Marquez 1915 North 84th Street
Omaha, Nebraska

ARTICLE VIII

MEMBERSHIP

The conditions and terms of and the qualifications for membership in the corporation shall be provided for in the By-Laws.

ARTICLE IX

LIABILITY FOR CORPORATE OBLIGATIONS

The members, directors and officers of the corporation shall not be personally liable for corporate obligations.

ARTICLE X

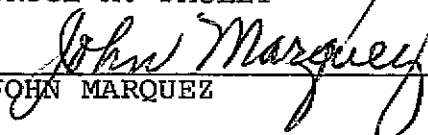
AMENDMENT

These Articles of Incorporation may be amended as provided by law.

We, the undersigned, being the incorporators hereinbefore named, for the purpose of forming a corporation under the Nebraska Non-Profit Corporation Act, do hereby adopt and sign these Articles of Incorporation this 7 day of March, 1977.



BRUCE A. PAULEY



JOHN MARQUEZ

3-16-77

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STATE OF NEBRASKA

County of Douglas

SS.

607844

Robert G. Hoig, being duly sworn, deposes and says that he is Editor and General Manager of The Midlands Business Journal, a legal weekly newspaper published in the City of Omaha, Douglas County, Nebraska, printed in the English language, having a bona fide circulation in Douglas County in excess of 300 copies for more than 52 weeks last past; that the printed notice attached hereto was published in said Midlands Business Journal for three consecutive weeks, beginning on April 8, 1977, and ending on April 22, 1977, and said newspaper was during that time and has since been in general circulation in said County and State, and that said newspaper was printed in whole or in part in the office maintained at place of publication.

DAUB & PAULEY, P.C., Attorneys

8725 Countryside Plaza

NOTICE OF INCORPORATION

Notice is hereby given on the incorporation of the Nebraska Zen Center under the Nebraska Non-profit Corporation Act for the purpose of administering the affairs, property and temporalities of a religious corporation whose principle function shall be the study and practice of the teachings of Zen Buddhism. The address of the registered office of the corporation is 1915 North 84th Street, Omaha, Nebraska 68114. The corporation commenced its perpetual existence on March 28, 1977. The affairs of the corporation are to be conducted by a Board of five (5) directors, and a President, Vice-President, Secretary and Treasurer.

BRUCE A. PAULEY and JOHN MARQUEZ, Incorporators.

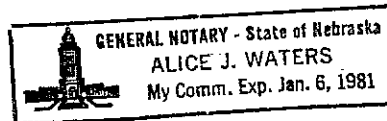
First publication April 8, 1977, final April 22, 1977.

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APR 25 1977

SECRETARY OF STATE CORPORATION DIVISION

1219



Robert G. Hoig

Subscribed in my presence, and sworn to before me this 22nd day of April, 1977.

Alice J. Waters

Notary Public

Duplicate Affidavits of this Publication have been filed in the office of: County Court [] -Clerk of Dist. Court [] -County Clk. [x] -Sec. State [x]