

United States of America

State of Wisconsin

Department of State

N-4927

To All to Whom These Presents Shall Come:

The undersigned, as Secretary of State of the State of Wisconsin, hereby certifies that, on the 19th day of November, 1965, Articles of Incorporation were filed in my office under the provisions of Chapter 181 of the Wisconsin Statutes, for the following corporation formed

WITHOUT STOCK AND NOT FOR PROFIT:

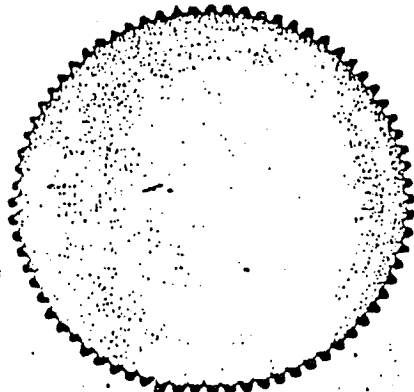
Name: NORTHEAST WISCONSIN COMMUNITY ACTION AGENCY, INC.

Principal Office: Marinette, Wisconsin.

File
Purposes for which organized: The development and encouragement of small businesses and all desirable industries, the development of community action programs in the field of health and education, education and training, social service welfare and housing, employment and job opportunities, etc.

I hereby certify that a certificate has been filed in my office to the effect that a duplicate of said Articles, bearing my certificate, was recorded in the office of the Register of Deeds of Marinette County, Wisconsin, on the 29th day of November, 1965.

THEREFORE, The State of Wisconsin does hereby grant unto the said corporation the powers and privileges conferred by the Wisconsin Statutes for the purposes stated and in accordance with said Articles.



In Witness Whereof, I have hereunto set my hand and affixed my official seal at the Capitol, in the City of Madison, this 16th day of December A. D. 1965.

Robert C. Zimmerman
ROBERT C. ZIMMERMAN
Secretary of State

322335

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

United States of America

VOL 294 PAGE 191

State of Wisconsin - Department of State

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that
Articles of Incorporation
of

NORTHEAST WISCONSIN COMMUNITY ACTION AGENCY, INC.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

In Testimony Whereof, I have hereunto set my hand and affixed
my official seal at the Capitol, in the city of Madison, this
19th day of November, A.D., 1965



[Handwritten Signature]
ROBERT C. ZIMMERMAN
Secretary of State

ARTICLES OF INCORPORATION

Executed by the undersigned for the purpose of forming a Wisconsin corporation under Chapter 181 of the Wisconsin statutes, **WITHOUT STOCK AND NOT FOR PROFIT.**

Article 1. The name of the corporation shall be **Northeast Wisconsin Community Action Agency, Inc.**

Article 2. The period of existence shall be **perpetual.**

Article 3. The purposes shall be **the development and encouragement of small businesses and all desirable industries, the development of community action programs in the field of health and education, education and training, social service welfare and housing, employment and job opportunities, assistance in any area of providing for assistance to combat poverty in the above areas and to mobilization of urban and rural communities and their resources to combat poverty.**

Article 4. Location of the principal office **Marinette, Wisconsin**

Article 5. Name of the initial registered agent **Warren Parish**

Article 6. Address of the initial registered agent **Marinette, Wisconsin
1901 Shore Drive**

Article 7. The number of directors may be fixed by by-law but shall be not less than three.

Article 8. The number of directors constituting the initial board shall be five (5)

Article 9. Names and addresses of the initial directors: **Warren Parish
1901 Shore Drive
Marinette, Wisconsin**

**Frank Murphy
308 Millidge Ave.
Oconto, Wisconsin**

**Darryl LeRoy
1335 Pierce Ave.
Marinette, Wisconsin**

**Dr. B. A. Robinette
Coleman, Wisconsin**

**Casper Nash
Highland Drive
Oconto Falls, Wisconsin**

Article 10. (Membership provisions) **Membership shall be available to any individual interested in the problem of poverty throughout the Northeastern Wisconsin area and more specifically, any persons who are representatives of the County Board, the various local governments in said area, officers of the Health Department and Welfare Department, and employees of educational systems and employment services in the Northeastern Wisconsin area. Also one or more of the persons from the poor or economically depressed of the area such as those covered by Aid to Dependent Children, etc. Further provisions regarding membership shall be set forth in the by-laws.**

324622

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

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United States of America

State of Wisconsin—Department of State

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that

Amendment to the Articles of Incorporation

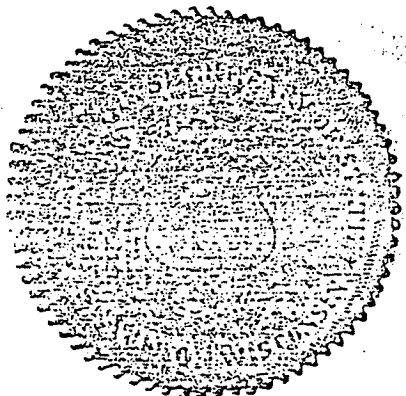
of

NORTHEAST WISCONSIN COMMUNITY ACTION AGENCY, INC.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

In Testimony Whereof, I have hereunto set my hand and affixed

my official seal at the Capitol, in the city of Madison, this
13th day of May, A.D., 1966



Robert C. Zimmerman
ROBERT C. ZIMMERMAN
Secretary of State

United States of America

State of Wisconsin

Department of State

_____ N 4927

To All to Whom These Presents Shall Come:

The undersigned, as Secretary of State of the State of Wisconsin, hereby certifies that, on payment of the fee required by law, there was filed in my office on the 13th day of May, 1966,

Amendment to Articles of Incorporation

of

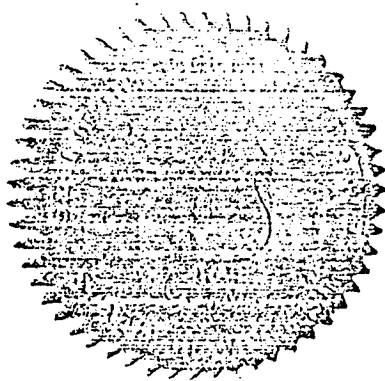
NORTHEAST WISCONSIN COMMUNITY ACTION AGENCY, INC.

Amends Article 3 regarding purposes.

I further certify that a certificate has been filed in my office to the effect that a duplicate thereof, bearing my certificate, was recorded in the office of the Register of Deeds of Marinette County,

Wisconsin, on the 27th day of May, 1966.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, at the Capitol, in the City of Madison, this 3rd day of June A. D. 1966.



Robert C. Zimmerman

ROBERT C. ZIMMERMAN
Secretary of State

ARTICLES OF AMENDMENT

Warren G. Parish of 1901 Shore Drive, Marinette, Wisconsin, President, and Darryl LeRoy of 1335 Pierce Avenue, Marinette, Wisconsin, Secretary, of the Northeast Wisconsin Community Action Agency, Inc., respectively shows that:

1. The above named corporation was organized on November 19, 1965.
2. There being no members or members with voting rights in this Corporation, the above named Corporation, by Resolution duly adopted by the Board of Directors on the 17th day of January, 1966, setting forth the following proposed amendment:

Amendment by addition to Article 3 of the Original Articles of Incorporation.

"The purposes are intended to be the exclusive charitable use within the needs of 501-C-3 Internal Revenue Code and primarily to aid government surplus projects. If the corporation dissolves, assets will be used exclusively for charitable purposes."

at which time amendment was adopted by the affirmative vote of a majority of the directors in office.

Executed in duplicate this 5th day of May, 1966.

RECORDED

1966 MAY 27 PM 4:23

Ray M. McChesney
REGISTER OF DEEDS
OF MARINETTE CO. WIS. WIS.

Warren G. Parish
Warren G. Parish, President

Darryl H. LeRoy
Darryl H. LeRoy, Secretary

(NO SEAL)

STATE OF WISCONSIN SS
DEPARTMENT OF STATE

FILED

MAY 13 1966

ROBERT C. ZIMMERMAN
SECRETARY OF STATE

404092

United States of America

State of Wisconsin—Office of the Secretary of State

J 223 I 16

REGISTER'S OFFICE }
Oconto, Co., Wis. } SS.

313525

Received for Record the 26 da
Oct A.D., 1978 at 1
o'clock P M and received in Vol. 468
of records page 245
William Stewart Regis

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that

- () Articles of Incorporation () Amendment to Articles of Incorporation () Statement of Intent to Dissolve
- () Articles of Dissolution () Articles of Merger () Name reservation
- () Articles of Consolidation (X) Restated Articles () Change of Registered Office and/or Agent

NEWCAP, INC.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

445
Helen Fisher
Newcap
126 North
Oconto

In Testimony Whereof, I have hereunto set my hand and affixed my official seal, at Madison, Wisconsin, on

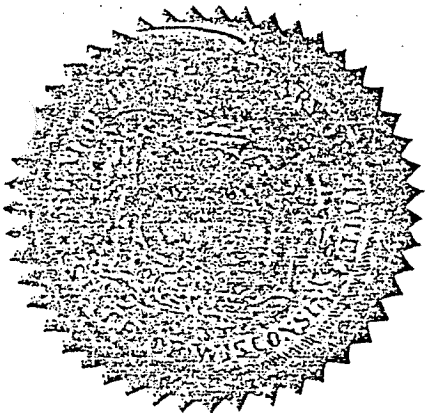
OCT 6 1978

Douglas Lafollette

DOUGLAS LAFOLLETTE
Secretary of State

REGISTRATION
OF MARSHALL COUNTY, WIS.
Reference to
1978 NOV 2 AM 9:35

RECORDED



THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

NONSTOCK
 RESTATED ARTICLES OF INCORPORATION

VOL 468 PAGE 246

The following Restated Articles of Incorporation duly adopted pursuant to the authority and provisions of Chapter 181 of the Wisconsin Statutes supersede and take the place of the existing articles of incorporation and amendments thereto:

ARTICLE 1

The name of the corporation shall be NEWCAP, Inc.

ARTICLE 2

The period of existence shall be perpetual.

ARTICLE 3

The purposes shall be to engage in any lawful activity within the purposes for which corporations may be organized under Chapter 181 of the Wisconsin Statutes, and Chapter 42 of the United States Code Section 2790, et al.

ARTICLE 4

Location of the principal office is Oconto, Wisconsin, 54153. *126 Mott St.*

ARTICLE 5

Name of the registered agent is Timothy C. Sweeney.

ARTICLE 6

Address of the registered agent is 131 West Wilson Street, Madison, Wisconsin 53703.

ARTICLE 7

The number of directors may be fixed by by-law but shall be not less than three.

ARTICLE 8
(Membership provisions)

J 223 I 18

The corporation is one having no members. The manner of election and/or appointment of directors and related matters are addressed and covered by the corporate by-laws.

ARTICLE 9

These articles may be amended in the manner authorized by law at the time of amendment.

ARTICLE 10
(Other provisions)

None.

The undersigned officers of NORTHEAST WISCONSIN COMMUNITY ACTION AGENCY, INC., herein and hereinafter known as NEWCAP, INC., certify that the corporation is one having no members, and that this Restatement of the corporation's Articles of Incorporation was adopted by vote of a majority of the directors in office at a duly called and convened Board of Directors meeting held on August 29, 1978.

Rosemary Loomis
Rosemary Loomis, President

Cindy Kmecheck
Cindy Kmecheck, Secretary

This document was drafted by:

Atty. Timothy C. Sweeney

STATE OF WISCONSIN
DEPARTMENT OF STATE
FILED
OCT 6 1978
DOUGLAS LAFOLLETTE
SECRETARY OF STATE

Register of Deeds
of Dane County, Wis.

404092
1978 NOV - 2 AM 9:35

RECORDED

Mail Returned Copy To:

Atty. Timothy C. Sweeney
P. O. Box 1269
Madison, Wisconsin 53701

No Seal

Ret Newcap, Inc
Att Helen / 126 Matt 425