

ARTICLES OF INCORPORATION
OF
CRIME STOPPERS OF TOPEKA, INC.

I, the undersigned incorporator, hereby form and establish a corporation Not For Profit under the laws of the State of Kansas.

ARTICLE I

NAME

The name of the corporation is CRIME STOPPERS OF TOPEKA, INC., (Hereinafter called "Crime Stoppers").

ARTICLE II

DURATION

The duration of Crime Stoppers shall be perpetual.

ARTICLE III

PURPOSES

The purposes for which Crime Stoppers is founded are to promote community welfare and lessen the burdens of the government of the City of Topeka by assisting the Topeka Police Department (TPD) in the apprehension and conviction of criminals through making funds available for use in offering rewards; by helping develop a community defensive against crime; by motivating members of the public to cooperate with the Topeka Police Department and other law enforcement agencies within Topeka and Shawnee County; and by providing for rewards and awards for such cooperation.

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ARTICLE IV

REGISTERED OFFICE

The registered office of Crime Stoppers is located at 204 West Fifth Street, Topeka, Kansas 66603, Shawnee County.

ARTICLE V

RESIDENT AGENT

The Resident Agent of Crime Stoppers, whose address is the same as that of the registered office is Russell Brooks.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of Crime Stoppers shall be managed by a Board of Directors, the number of members of such Board of Directors to be fixed from time to time by the Bylaws, but at no time shall the Board be less than eight (8) members nor more than twenty-one (21) members. The names and addresses of the persons who are to act as the initial Board of Directors and Officers of Crime Stoppers, and until their successors shall have been selected are:

Stu Entz
Attorney at Law
1000 First National Bank Tower
Topeka, KS 66603

Bonnie Garrett
Garrett & Associates, Inc.
1320 S. Topeka Blvd.
Topeka, KS 66612

Paul Heinz
Hussey Insurance Agency
Merchants National Bank Bldg.
Topeka, KS 66612

Kay Houser
5026 W. 22nd Street Park
Topeka, KS 66614

Fred Howard
Route 1
Eskridge, KS 66423

Tom Hudson
Highway Oil Company, Inc.
First National Bank Tower
Topeka, KS 66603

George Logan
WIBW-TV
Box 119
Topeka, KS 66601

Greg Martin
Martin Tractor Company
Box 1698
Topeka, KS 66601

Charles Nicolay
Kansas Oil Marketers Assoc.
Merchants National Bank, S. 804
Topeka, KS 66612

Alan Rush
Hudson Oil Company, Inc.
First National Bank Tower
Topeka, KS 66603

Carol Smith
Midwest Machine Works
Box 8250
Topeka, Kansas 66608

Bill Torbert
WIBW-AM-FM
Box 119
Topeka, KS 66601

EX OFFICIO:

Chief Bob Weinkauff
Topeka Police Department
204 S. W. 5th St.
Topeka, KS 66603

The selection process for Board members as well as their terms, removal and duties shall be as provided for in the Bylaws of Crime Stoppers.

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is as follows:

George Logan
5600 West 6th
Topeka, KS 66606

ARTICLE VIII
DISSOLUTION

Crime Stoppers may be dissolved upon the affirmative vote by two-thirds (2/3) of the members of the Board of Directors of Crime Stoppers then in office taken at a meeting of the Board of Directors called for that purpose, or upon the written consent of all members of the Board of Directors entitled to vote thereon. Upon the dissolution or other termination of Crime Stoppers, no part of the property of Crime Stoppers, nor any of the proceeds thereof, shall be distributed to, or inure to the benefit of, any of the members of Crime Stoppers, but all such property and proceeds shall, subject to the discharge of valid obligations of Crime Stoppers and to applicable provisions of law, be distributed, as directed by the Board of Directors of Crime Stoppers to or among any one or more corporations, trusts, community chests, funds or foundations described in Section 501 (c) (3) of the Internal Revenue Code or any successor provision. Private property of the members of the corporation shall not be subject to the payment of the corporations debt to any extent whatsoever.

ARTICLE IX
AMENDMENTS

Amendments to these articles shall require the affirmative vote of seventy-five percent (75%) of the members of the Board of Directors of Crime Stoppers then in office voting at a special meeting of the Board of Directors called for that purpose.

ARTICLE X

FUNDING

In order to carry out its purposes, Crime Stoppers shall be funded primarily by private donations of money, goods, or services from members of the public, including individuals, corporations, clubs, associations and other organizations. When appropriate, Crime Stoppers may also receive funding in the form of money, goods or services from federal, state and local governments as long as the receipt of such funds does not violate any law or cause Crime Stoppers to lose its tax exempt status under the United States Internal Revenue Code then in effect.

ARTICLE XI

ORGANIZATION

The affairs of Crime Stoppers shall be managed by its Board of Directors, and a majority of the number of directors then fixed by the Bylaws, excluding vacancies, shall constitute a quorum; provided, however, a quorum shall not be less than one-third (1/3) of the number of directors then fixed by the Bylaws. The officers of Crime Stoppers shall be a chairman, vice-chairman, a secretary and a treasurer, and such other officers as may be provided for in the Bylaws.

Crime Stoppers shall use its best efforts to have a Staff Administrator of Crime Stoppers assigned by the Topeka Police Department who shall provide professional advice, recommendations and assistance to Crime Stoppers.

ARTICLE XII

RESTRICTIONS

The corporation shall have no authority to issue capital stock. No part of the net earnings of Crime Stoppers shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that Crime Stoppers shall be authorized and

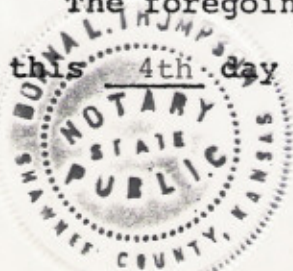
empowered to pay reasonable compensation for services rendered to it and to make payment or rewards and awards in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of Crime Stoppers shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and Crime Stoppers shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. The income of Crime Stoppers for each taxable year shall be distributed at such time and in such manner as not to be subject to tax under Section 4942 of the Internal Revenue Code of 1954 and Crime Stoppers shall not engage in any act of self-dealing (as defined in Section 4941 (d) of such Code), retain any excess business holdings (as defined in Section 4943 (c) of such Code), make any investments in such manner as to subject Crime Stoppers to tax under Section 4944 of such Code, or make any taxable expenditures (as defined in Section 4945 (d) of such Code). Conditions of membership shall be set by the By-laws.

IN WITNESS WHEREOF, for the purposes of forming Crime Stoppers under the laws of the State of Kansas, the undersigned, constituting the incorporator of Crime Stoppers has executed these Articles of Incorporation this 4th day of August, 1981.

George Logan

State of Kansas)
) ss.
County of Shawnee)

The foregoing Articles of Incorporation were acknowledged before me this 4th day of August, 1981, by the above individual.



Donna L. Thompson
Notary Public

My Commission expires:
September 8, 1981