

ARTICLES OF INCORPORATION

OF

TURTLE MOUNTAIN COMMUNITY COLLEGE, INC.

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation organized under Chapter 10-24, North Dakota Century Code, adopt the following Articles of Incorporation for such Corporation.

ARTICLE I

The name of said Corporation shall be: Turtle Mountain Community College.

ARTICLE II

The period of its duration is: Perpetual.

ARTICLE III

The purpose for which the Corporation is formed and the objects to be carried on and promoted by it are as follows:

(a) It shall be an exclusively charitable and educational organization and shall be limited to the development and operation of programs for the advancement of education on the Turtle Mountain Indian Reservation, including the administration of college-level, secondary-level, adult education and vocational training programs.

(b) The Corporation shall be nonprofit and no part of the net earnings of the Corporation shall at any time inure to the benefit of any member, officer, director, trustee or any private individuals, except that reasonable compensation may be paid for

services rendered to or for the Corporation in furtherance of its exempt purposes.

(c) No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervanance in (including the publication or distribution of statements) and political campaign on behalf of any candidate for public office.

The Corporation is empowered:

(a) to buy, sell, assign, mortgage or lease any interest in realty or personal property for such periods as may be authorized by law, and to hold, manage, mortgags, and sublease the same:

(b) to borrow money and to issue evidence of indebtedness in furtherance of the purposes of the Corporation and to secure the same mortgage, pledge, or other lien upon the property of the Corporation:

(c) to make contracts, including contracts of employment, and to receive grants from any governmental or private source and to expend grant loan funds in furtherance of its purposes:

(d) to do and perform all lawful activities that may be incidental or reasonably necessary to accomplish the purposes of the Corporation and to exercise all other powers and authority now or hereafter conferred upon nonprofit corporations in furtherance of such purposes.

ARTICLE IV

The Corporation shall have no members.

ARTICLE V

Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are:

The business and affairs of the Corporation shall be managed by a Board of Directors composed of five directors who shall be appointed by the Board of Trustees of the Turtle Mountain Community College. One director shall serve for an initial term of one year, one director shall serve for an initial term of two years, one director shall serve for an initial term of three years, two directors shall serve an initial term of four years. The term of each director subsequent to the initial term shall be for four years.

The Board of Directors shall hold regular monthly meetings at such time and place as the Board may designate. Special meetings may be called upon five days notice by the Chairman. A director may be removed for just cause after a hearing upon ten days notice by the Board of Directors of the Turtle Mountain Community College. A quorum shall consist of a majority of the duly appointed and acting directors. All actions of the Board shall be approved by a majority of the directors present. The Board may make and amend Bylaws providing for the regulation of the internal affairs of the Corporation.

The officers of the Corporation shall be a President, a Vice President, a Secretary and a Treasurer, who shall be elected within the Board to serve for terms of two years each. The Board

may appoint such other employees as are found necessary to carry on the activities of the Corporation.

An agreement, obligation, paper, action of liability made, entered into, or incurred by or on behalf of the Corporation, shall bind only the Corporation and the property of the Corporation alone, and neither the Chippewa Tribe, nor the Chippewa Tribal Council, nor the Turtle Mountain Community College, nor any officer of the Tribe, nor any officer or director of the Corporation shall be held to any liability therefore.

These Articles of Incorporation may be amended by the affirmative vote of a majority of the directors at any regular or special meeting called for that purpose.

In the event of the dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for paying all liabilities of the Corporation exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI

The address of the registered office of the Corporation is:
Box 340; Belcourt, North Dakota 58316.

The name of the initial registered agent at such address is: W. Larry Belgarde - President.

ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is: Five.

and the names and addresses of the persons who are to serve as initial directors are:

NAME	ADDRESS
CAROL DAVIS	BELCOURT, NO. DAK.
COLEEN DAVIS (no relative to Carol)	BELCOURT, NO. DAK.
DONNA POITRA	BELCOURT, NO. DAK.
LANCE AZURE	BELCOURT, NO. DAK.
CLIFFORD PARISIEN	BELCOURT, NO. DAK.

ARTICLE VIII

The name and address of each incorporator is:

NAME	ADDRESS
CAROL DAVIS	BELCOURT, NO. DAK.
COLEEN DAVIS	BELCOURT, NO. DAK.
DONNA POITRA	BELCOURT, NO. DAK.
LANCE AZURE	BELCOURT, NO. DAK.
CLIFFORD PARISIEN	BELCOURT, NO. DAK.

We, the above named incorporators, being duly sworn, say that we each read the foregoing application and know the contents thereof, and verily believe the statements made thereon to be true.

Donna Poitra
Carol Davis
Lancelot R Azure
Coleen Davis
Clifford Parisien

Belcourt N.D. 58316
Belcourt N.D. 58316
Belcourt, N.D. 58316
Belcourt, N.D. 58316
Belcourt, No. Dak. 583

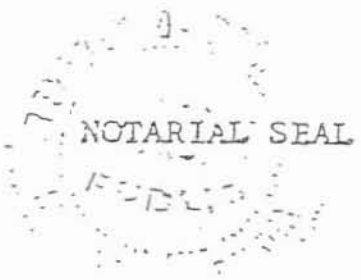
Dated September 2 1976

Subscribed and sworn to before me this 7th day of September 1976

Beverly L. Parisien
Notary Public

State of North Dakota

My Commission expires _____ 19__



BEVERLY PARISIEN
Notary Public, ROLETTE COUNTY, N. DAK.
My Commission Expires SEPT. 30, 1980

FEE: \$20.00

Certificate No. 27253

Filing Date September 8, 1976

Beverly L. Parisien
(Secretary of State) d.s.

(By Deputy)