

(AMENDED)

ARTICLES OF INCORPORATION

OF THE

ALFORD AMERICAN FAMILY ASSOCIATION, INCORPORATED

A NON-PROFIT MISSOURI CORPORATION

ARTICLE ONE

NAME

The name of this organization shall be Alford American Family Association, Incorporated.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual; and the Corporate existence will commence on the filing of these articles by the Department of State.

ARTICLE THREE

PURPOSE

This Corporation shall be formed for genealogical, historical and social purposes within the meaning of section 501 (c) (7) of the Internal Revenue Code of 1954 of the United States of America, and the Missouri Nonprofit Corporation Act (Section 355, Revised 7-1-95).

ARTICLE FOUR

TAX EXEMPT STATUS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for genealogical, historical or social purposes under section 501 (c) (7) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FIVE

MEMBERSHIP

This organization shall be composed of any person interested in Alford genealogy and the many spelling variations thereof Active members shall be those who pay dues and otherwise indicate interest in supporting the purposes of the organization. As a minimum, members will be expected to provide their vital biographical statistical data, such as pedigree charts, ancestor tables and family group records, if that information is not already available to the Association.

ARTICLE SIX

MEETINGS

Meetings shall be arranged to further most effectively the purposes of the Corporation. At least one annual meeting or reunion will be held the second weekend in October at a location approved by the membership at each annual meeting for the annual meeting three years hence, and will be open to all of the membership and the public. At this annual meeting: (1) The officers, committees and other concerned persons will have an opportunity to report to the membership their activities for the preceding year, (2) Any member shall have the right to address any Association issue, (3) One-third of the Board of Directors or four directors shall be elected for three-year terms.

Other meetings may be called in accordance with the Corporate bylaws.

ARTICLE SEVEN

OFFICERS

The officers of the Association shall include President, Vice President, Secretary and Treasurer. Additional officer positions may be created as the Board of Directors deem necessary. Beginning in 1996, officers shall be elected each year by the Board of Directors, at the October annual meeting for a one-year term of office.

ARTICLE EIGHT

BOARD OF DIRECTORS

The property and business affairs of the Corporation shall be managed by or under the direction of the Board of Directors, subject to the law, the Articles of Incorporation and the Bylaws.

The Board of Directors is hereby increased from eleven members to twelve members of the Corporation. Beginning in 1999, one-third of the Directors will be elected for each of one-, two-, or three-year terms. Thereafter, one-third of the total or four Directors shall be elected each year and there will be an orderly rotation whereby each new Board of Directors consists of four new members and eight incumbent members with one or two years left to serve. All Incumbent Directors are eligible for re-election annually as his or her term expires.

ARTICLE NINE

EXECUTIVE COMMITTEE

The Executive Committee shall consist of the President, Vice-President, Secretary and Treasurer. It shall be the duty of this committee to carry on the business affairs of the organization between annual meetings, within the broad guidelines established by the Board of Directors, and to report its activities to the membership of the organization.

ARTICLE TEN

REGISTERED OFFICE AND AGENT

The location of the registered office of this Corporation is 1403 Kingsford Drive, Florissant, Missouri. Such office will be continuously maintained in the State of Missouri for the duration of this Corporation. The Board of Directors may from time to time change the address of its registered office by duly adopted resolution and filing with the State. The initial registered agent of the Corporation at such address is Gilbert K. Alford, Jr.

ARTICLE ELEVEN

AMENDMENTS AND VOTING

Amendments to the Articles of Incorporation or to the By-Laws shall be submitted to the active membership at least four weeks (28 days) prior to the October annual members' meeting in which the amendments will be considered. Should circumstances arise where a vote is required between annual meetings of the Association, the Board of Directors is duly authorized to conduct the balloting by the United States Mail. For acceptance the amendment(s) will require a majority vote of those who cast their ballots.

Any subject matter pertinent to the organization may be submitted to the active membership for consideration and if voted upon will require a majority vote of those who cast their votes.