



CERTIFICATE

I THE UNDERSIGNED, Secretary of State, of the State of Oklahoma do hereby certify that, to the date of this certificate, the attached is a true and correct copy of the document on file as described below of:

**NAME OF ENTITY
BRADLEY CEMETERY ASSOCIATION**

DOCUMENT TYPE
Certificate of Incorporation

DOCUMENT FILING DATE
August 13, 1997



IN TESTIMONY WHEREOF, I hereunto set my hand and affixed the Great Seal of the State of Oklahoma, done at the City of Oklahoma City, this 31st, day of January, 2005.

M. Susan Savage

Secretary of State

7 4 6 0 6 1 7 0 0 0 0

OFFICE OF THE SECRETARY OF STATE



**NOT FOR PROFIT
CERTIFICATE OF INCORPORATION**

WHEREAS, the Certificate of Incorporation of
BRADLEY CEMETERY ASSOCIATION

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



Filed in the City of Oklahoma City this 13TH
day of AUGUST, 1997.

Sam Cole

Secretary of State

By: *[Signature]*

DN 588938
NC

CERTIFICATE OF INCORPORATION
OF
BRADLEY CEMETERY ASSOCIATION
(A NON-PROFIT CORPORATION)

FILED
AUG 13 1997
OKLAHOMA SECRETARY
OF STATE

STATE OF OKLAHOMA)
)
COUNTY OF GRADY)

TO: THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

We, the undersigned incorporators:

- | | |
|---|--|
| <i>Ira J. Mann, Jr.</i>
IRA J. MANN, JR. | P. O. Box 65
Bradley, Oklahoma 73011 |
| <i>Charles Mitchusson</i>
CHARLES MITCHUSSON | P. O. Box 115
Bradley, Oklahoma 73011 |
| <i>Edna Tollison Palmer</i>
EDNA TOLLISON PALMER | HC 61, Box 193
Alex, Oklahoma 73002 |
| <i>Barbara Mitchusson</i>
BARBARA MITCHUSSON | P. O. Box 133
Bradley, Oklahoma 73011 |
| <i>Fred Selzer</i>
FRED SELZER | Route 1
Bradley, Oklahoma 73011 |

being persons legally competent to enter into contracts for the purpose of forming a nonprofit corporation under the laws of the State of Oklahoma, do hereby adopt the following:

ARTICLE ONE

The name of the nonprofit corporation is BRADLEY CEMETERY ASSOCIATION.

ARTICLE TWO

The address of its registered office in the State of Oklahoma is Route 1, Bradley, Oklahoma 73011, and the name of its registered agent as such address is Eva Mitchusson.

ARTICLE THREE

The duration of the Corporation shall be perpetual; provided, however, that in the event of dissolution, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively to such organization or organizations under

§ 501(c)(13) of the Internal Revenue Code of 1954, or the then corresponding provision of the United States Internal Revenue Code, as the Board of Directors shall determine. In no event shall any of the said assets or properties be distributed to any individual, either for the reimbursement of any sum subscribed, donated or contributed by such individual or for any other such purpose.

ARTICLE FOUR

The purposes for which the Corporation is formed are:

- (a) To provide for the collection and management of funds for the preservation, care, improvement and maintenance of the Bradley Cemetery located in the Northwest Quarter of Southwest Quarter of Southwest Quarter (NW/4 SW/4 SW/4) of Section 26, Township 5 North, Range 5 West, Grady County, Oklahoma, or any additional real estate purchased or acquired for cemetery purposes;
- (b) To acquire such property, real and personal, as may be necessary for carrying out of the general purposes above declared;
- (c) To borrow money and pledge the property for the Corporation to secure the repayment thereof; and,
- (d) To sell property in order to promote or accomplish the objects for which the Corporation is organized.
- (e) In general, to do any and all acts and things, and to exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Oklahoma for the purpose of accomplishing the purposes of the Corporation.
- (f) The Corporation shall not engage in nor shall any of its funds, property or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE FIVE

To accomplish the foregoing purposes, and for no other purposes, the Corporation shall have the power:

- (a) To publish and distribute literature.
- (b) To hire or contract with such professional, technical and other persons or employees as may be necessary to carry out the purposes for which this Corporation is formed and to enter into such contracts or agreements with other

corporations or organizations formed for similar or related purpose as may further or assist this Corporation in its authorized purposes.

- (c) To seek, request, apply for and receive grants, gifts and donations either in money or property, from governmental agencies, individuals, corporations or organizations, by gift, devise, bequest or otherwise, absolutely or in trust and to use the principal thereof or the income therefrom, as may be directed, in the furtherance of any of its authorized purposes.
- (d) To exercise any and all powers including, but not limited to, the borrowing of money and securing the same, the holding, administration, purchase, leasing and disposition of property, the making of conveyances, assignments and contracts and the incurring of obligations which may be necessary, incidental or convenient to the purposes and objects of this Corporation.
- (e) All of the above named purposes and powers of the Corporation shall at all times be accomplished in conformance with all applicable Federal and State laws.

ARTICLE SIX

The Corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends. No part of its net earnings shall inure to the benefit of or be distributed to any member, director, officer or individual, except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. The balance of all money received by the Corporation, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used exclusively for carrying out the purposes of the Corporation.

ARTICLE SEVEN

The number of Directors, constituting the first Board of Directors, the name and address of each such Director and the tenure in office of the first Directors are as follows:

EDNA TOLLISON PALMER (Office No. 1)	HC 61, Box 193 Alex, Oklahoma 73002	1 Year Tenure
BARBARA MITCHUSSON (Office No. 2)	P. O. Box 133 Bradley, Oklahoma 73011	2 Years Tenure
IRA J. MANN, JR. (Office No. 3)	P. O. Box 65 Bradley, Oklahoma 73011	3 Years Tenure

CHARLES MITCHUSSON P. O. Box 115 4 Years
(Office No. 4) Bradley, Oklahoma 73011 Tenure

FRED SELZER Route 1 5 years
(Office No. 5) Bradley, Oklahoma 73011 Tenure

One Director shall be elected each year for a term of five (5) years. In order to stagger the terms of the Directors, Office No. 1 shall serve for one (1) year; Office No. 2 shall serve for two (2) years; Office No. 3 shall serve for three (3) years; Office No. 4 shall serve for four (4) years, and Office No. 5 shall serve for five (5) years.

ARTICLE EIGHT

No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) the political campaign on behalf of any candidate for public office. Notwithstanding any other provisions in this Certificate of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under § 501(c)(3) and § 501(c)(13) of the Internal Revenue Code of 1954, or (b) by a corporation the contributions of which are deductible under § 170(b)(1)(A) of the Internal Revenue Code of 1954, or the corresponding provisions of any amendments thereto.

ARTICLE NINE

The authorized number and qualifications of Members; the different classes of membership, if any; voting and other rights and privileges, shall be as set forth in the Bylaws of the Corporation.

ARTICLE TEN

This Certificate of Incorporation can be amended only by a resolution of the Board of Directors which resolution must be ratified by a majority of the Directors of the Corporation present in person at a meeting called for said purpose, notice of such meeting to be given in compliance with the laws of the State of Oklahoma.

THE UNDERSIGNED being the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the Oklahoma General Corporation Act, make this Certificate, hereby declaring and certifying that this is the act and deed of the undersigned and that the facts herein stated are true, as of this 9th day of August, 1997.

Ira J. Mann, Jr.
IRA J. MANN, JR.

Charles Mitchusson
CHARLES MITCHUSSON

Edna Tollison Palmer
EDNA TOLLISON PALMER

Barbara Mitchusson
BARBARA MITCHUSSON

Fred Selzer
FRED SELZER

STATE OF OKLAHOMA)
) SS:
COUNTY OF GRADY)

Before me, the undersigned, a Notary Public in and for said County and State on this 9th day of August, 1997, personally appeared JAY MANN, CHARLES MITCHUSSON, EDNA TOLLISON PALMER, BARBARA MITCHUSSON and FRED SELZER, to me known to be the identical persons who executed the within and foregoing instrument and acknowledged to me that they executed the same as their free and voluntary act and deed for the purposes therein set forth.

Bar Mitchusson
Notary Public

My Commission Expires:

October 7, 1998