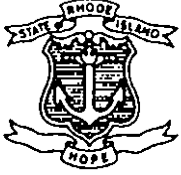


Filing Fee: \$50.00

ID Number: 102867



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY**

Pursuant to the provisions of Section 7-6-74 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Antioch University
2. It is incorporated under the laws of the State of Ohio
3. The date of its incorporation is May 14, 1852
4. The address of its principal office in the state or country under the laws of which it is incorporated is 150 East South College Street, Yellow Springs, OH 45387
5. The address of its proposed registered office in Rhode Island is 123 Dyer Street  
Providence 02903 (Street)  
(City/Town) (Zip Code) and the name of its proposed registered agent in Rhode Island at  
that address is CT Corporation System
6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:  
To fulfill contractual obligations with the Rhode Island Resource Recovery Corp.  
in creating educational exhibits for their materials recycling facility

**FILED**

OCT 6 5 1998

By CC#63  
211420

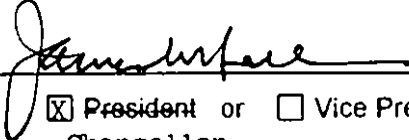
7. The names and respective addresses of its directors and officers are:

| Name                                 | Address   |
|--------------------------------------|---|
| Director _____                       | _____   |
| Director _____                       | _____   |
| Director _____                       | _____   |
| President <u>James W. Hall</u>       | <u>150 E. South College St., Yellow Springs, OH 45387</u> |
| Vice President <u>Susan S. Poren</u> | <u>Trillium Advisors, Minneapolis, MN</u>                 |
| Secretary <u>Sue S. Williams</u>     | <u>WJDR Enterprises, Dayton, OH</u>                       |
| Treasurer <u>James L. McDonald</u>   | <u>Price Waterhouse, New York, NY</u>                     |

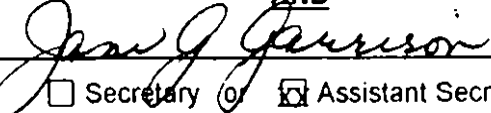
8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Dated June 16, 19 98

Antioch University  
(Exact Corporate Name of Corporation Making Application)

By   
☒ President or ☐ Vice President (check one)  
Chancellor

AND

By   
☐ Secretary or ☒ Assistant Secretary (check one)

**Antioch University Board of Trustees      1997-1998**

Denise Adams, Elementary Teacher, Miamisburg, OH  
Carl Asakawa, President, AMSI, Inc., Washington D.C.  
Kenneth Ball, President, Ken Ball Management Resources, St. Louis, MO  
John Fox Bershof, M.D., Plastic Surgeon, Denver CO  
Susan S. Boren, *Vice Chair of the Board*, President, Trillium Advisors,  
Minneapolis, MN  
Monique Weston Clague, Professor, Dept. of Education Policy, Planning, and  
Administration, University of Maryland, College Park, MD  
Leressa Crockett, Managing Director, Debt Capital Market, CIBC Wood Gundy  
Securities Corp., New York, NY  
Sandra Sullivan Deming, Regional Director, Contract Services, The Marquis Group,  
Newport Beach, CA  
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Niels P. Lyster, Indianapolis, IN  
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New York, NY  
Pegene W. McPhaden, International Examiner, IRS, Philadelphia, PA  
Karen Webber Mulhauser, Management and Public Affairs Consultant, Mulhauser &  
Associates, Washington, D.C.  
James D. Robinson IV, Principal, RRE Investors, New York, NY  
Beverly Lipsett Viemeister, Yellow Springs, OH  
Sue S. Williams, *Secretary of the Board*, President, WJDR Enterprises, Inc.,  
Dayton, OH  
Barbara Slaner Winslow, Professor, Brooklyn College of the City University of  
New York, New York, NY

**Ex Officio**

Glenn H. Watts, Acting Chancellor, Vice Chancellor and Chief Financial Officer  
Dianne Brou Fraser, (President, Antioch College Alumni Association), Sr. V.P.  
of Operations, MINACT, Inc., Jackson, MS

The Address for Antioch University is:  
150 East South College Street  
Yellow Springs, OH 45387

passed ✓  
failed           

## RESOLUTION

6.7.97:11

RESOLVED, that the following persons be elected to serve as officers of the Corporation for the year commencing July 1, 1997:

|  |                   |
|--|-------------------|
| Chair  | Robert Krinsky    |
| Vice Chair   | Susan Boren       |
| Treasurer  | James McDonald    |
| Secretary  | Sue Williams      |
| President of the Corporation and Chancellor of the University                        | Alan E. Guskin    |
| Assistant Treasurer of the Corporation and Vice Chancellor of the University         | Glenn Watts       |
| Vice Chancellor for Development  | Lois Mann         |
| Vice President of the Corporation and Interim President of the College               | Robert Devine     |
| Vice President of the Corporation and Provost of Antioch New England Graduate School | James Craiglow    |
| Vice President of the Corporation and Provost of Antioch Seattle                     | Toni Murdock      |
| Vice President of the Corporation and Provost of Antioch Southern California         | Dale Johnston     |
| Vice President and Interim Provost of the McGregor School of Antioch University      | Steven Brzezinski |
| Assistant Secretary  | Jane Guckian      |

The Address for Antioch University is  
150 East South College Street  
Yellow Springs, OH 45387

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE

I, BOB TAFT, Secretary of State of the State of Ohio, do hereby certify  
that the foregoing is a true and correct copy, consisting of 4 pages, as taken from  
the original record now in my official custody as Secretary of State.



WITNESS my hand and official seal at  
Columbus, Ohio, this 18th day of  
September A.D. 1998.

Bob Taft

BOB TAFT  
Secretary of State

By: W. Morris

NOTICE: This is an official certification only when reproduced in red ink