

Filing Fee \$50.00

State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

45173

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

THE ANNIE E. CASEY FOUNDATION, INC.

To the Secretary of State
of the State of Rhode Island

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:

FIRST: The name of the corporation is The Annie E. Casey Foundation, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: The date of its incorporation is March 1, 1995 and the period of its duration is perpetual

FOURTH: The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, DE 19801

FIFTH: The address of its proposed registered office in Rhode Island is 170 Westminster Street Suite 900, Providence, RI 02903, and the name of its proposed registered agent in Rhode Island at that address is Corporation Service Company

SIXTH: The purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are: Long term child care, including long term foster care and adoptions.

12 MAY 1997

FILED

MAY 15 1997

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By 184191

SEVENTH: The names and respective addresses of its directors and officers are:

NAME	OFFICE	ADDRESS
See Attached Rider	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

EIGHTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated March 20, 19 97

THE ANNIE E. CASEY FOUNDATION, INC. (Note 1)

By ^{LEN} X Kent C. Nelson (Note 2)

Its President

and ^{GM} X Joseph R. Madewell (Note 2)

Its Secretary

NOTES: 1. Exact corporate name of corporation making the application.
2. Signatures and titles of officers signing for the corporation.

RIDER

THE ANNIE E. CASEY FOUNDATION, INC. LIST OF OFFICERS, AND TRUSTEES

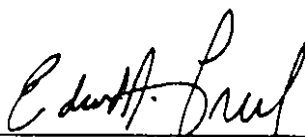
<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>	<u>RESIDENCE ADDRESS</u>
Kent C. Nelson	Trustee, Chairman	701 Saint Paul St. Baltimore, MD 21202	2660 Peachtree Rd. NW, #37C Atlanta, GA 30305
James P. Kelly	Trustee, Vice Chairman	701 Saint Paul St. Baltimore, MD 21202	9310 Old Southwick Pass Alpharetta, GA 30202
Robert J. Clanin	Trustee, Treas. & Asst. Secretary	701 Saint Paul St. Baltimore, MD 21202	1000 Kings Cross Rd. Alpharetta, GA 30202
Joseph R. Moderow	Trustee, Secretary & Asst. Treasurer	701 Saint Paul St. Baltimore, MD 21202	470 Thornwyck Trail Roswell, GA 30076
Douglas W. Nelson	Trustee, Asst. Secretary & Asst. Treasurer	701 Saint Paul St. Baltimore, MD 21202	3285 Worthington St., NW Washington, DC 20015
John W. Alden	Trustee	701 Saint Paul St. Baltimore, MD 21202	8400 Lazy Oaks Ct. Dunwoody, GA 30350
Constance Horner	Trustee	701 Saint Paul St. Baltimore, MD 21202	3171 Porter St., NW Washington, DC 20008
Gary E. McDougal	Trustee	701 Saint Paul St. Baltimore, MD 21202	505 N. Lakeshore Dr., Apt. 2711 Chicago, IL 60611
Calvin E. Tyler, Jr.	Trustee	701 Saint Paul St. Baltimore, MD 21202	8947 Old Southwick Pass Alpharetta, GA 30202
Lea Soupata	Trustee	701 Saint Paul St. Baltimore, MD 21202	410 Glenridge Close Ct. Sandy Springs, GA 30328

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "THE ANNIE E. CASEY FOUNDATION, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 1995, AT 3:12 O'CLOCK P.M.



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971141959



Edward J. Freel, Secretary of State

AUTHENTICATION: 8445933
05-01-97
DATE: