

Missouri Green Party, Inc.

6420 Murdoch Avenue
Saint Louis, Missouri 63109
Phone: 314.351.4268
E-Mail: info@mogreens.org
Web site: www.mogreens.org

Barbara Chicherio, Chair, 314.727.8554
Timothy V. Barnhart, Treasurer, 314.351.4268
Mark Robertson, Secretary, 573.441.1897
Deborah Dunstedter, Outreach Coordinator, 573.364.3679

RECEIVED
FEDERAL ELECTION
COMMISSION
OFFICE OF GENERAL
COUNSEL

2003 SEP 15 P 4: 04

September 8, 2003

AOR 2003-27

Ms. Rosemary C. Smith
Federal Election Commission
Office of General Counsel
999 E Street NW
Washington, DC 20463

Re: Missouri Green Party, Inc. C00376533
Request for recognition as state party committee

Dear Ms. Smith:

This letter supplements our request dated May 13, 2003 with additional information and enclosed documentation, including information and documentation requested in your letter dated May 21, 2003.

Missouri Green Party, Inc. ("MGP") is a "party committee" because it is a political committee which represents the Green Party in Missouri and is part of the official party structure at the state level. (See official web site of the Missouri Secretary of State at <http://www.sos.mo.gov/elections/02contactparties.asp>). MGP is a "political committee" because it made expenditures exceeding \$1,000 in calendar year 2002 (see MGP's Forms 3X on file with your office for 2002) and has been registered with the FEC for over a year (Committee #C00376533).

With respect to MGP's affiliation with The Greens/Green Party USA ("GPUSA"), a letter from the Coordinating Committee of GPUSA is enclosed.

As to other political organizations within the Green political movement, our affiliation with GPUSA includes affiliation with the Gateway Green Alliance ("GGA," also known as the Green Party of St. Louis); however, since GGA is incorporated, primarily conducts activities oriented to education and is not registered as a political committee, all funds transferred to MGP from or through GGA are deposited exclusively in MGP's non-federal account.

MGP is also affiliated with the Green Party Central Committee, City of St. Louis (GPCC), an official Green Party organization under Missouri law for the City of St. Louis, a jurisdiction where the Green Party has earned permanent ballot status. GPCC's

non-federal funds are registered with the Missouri Ethics Commission, and its federal funds will be registered with the FEC as soon as it raises or spends the requisite amount to constitute a political committee under FEA. I am treasurer of GPCC. Official committees in other counties in which MGP has permanent ballot status have not yet been formed.

MGP has filed an application for affiliation with the Green Party of the United States ("GPUS," formerly the Association of State Green Parties), but GPUS has neither accepted nor rejected the application after approximately two years. For purposes of this application, MGP claims no affiliation with GPUS.

To the best of our knowledge, MGP and its local affiliate GPCC are the only organizations running candidates on the Green Party ticket in the State of Missouri. Some people who worked with MGP in 2000 broke away in 2002 and formed a new party called the Progressive Party of Missouri ("PPM"), which is affiliated with GPUS, but which has not placed any federal candidates or nominees on the ballot and has only placed two state candidates on the ballot, both in state legislative districts in the Kansas City area collectively covering less than 2% of the state's voters. That organization and its candidates run under the separate "Progressive Party" ticket and do not run under the name Green Party. As of the date of this letter, PPM is not registered as a committee with either the FEC or the Missouri Ethics Commission. The GPUS web site (www.gp.org/states/missouri.htm) reports that PPM does not maintain any web site, and I am not personally aware of any PPM web site. We do not know whether PPM has any aspirations for state party status, because its members pointedly do not communicate with us.

The Green Party of Central Missouri ("GPCMO") worked with MGP in both the 2000 and 2002 petition drives, and some of its members appeared on the ballot as MGP candidates in both elections, but the organization has attempted to be friendly with both MGP and PPM and reportedly prefers not to be formally affiliated with either. Some members of GPCMO who prefer to be affiliated with MGP are in the process of forming a separate organization, the Green Party of the 9th Congressional District, but that organization is in its early formative stages.

Respect or affinity with MGP's attempt to gain state party committee status on the part of a federal Green Party candidate in Missouri who qualifies as such under 2 U.S.C. 431(2) is evidenced by the enclosed letter from Winona LaDuke, Green Party candidate for Vice-President in 2000. That year Ms. LaDuke was the vice-presidential nominee of both GPUSA and the Association of State Green Parties (now known as GPUS).

In addition, a letter of endorsement from Daniel "digger" Romano, MGP's 2002 U.S. Senate nominee, is also enclosed. Mr. Romano appeared on the Missouri ballot statewide, participated in a nationally televised U. S. Senate candidate debate on C-SPAN, received over 10,000 votes, and meets all "candidate"

requirements except the monetary threshold. The Commission recognizes that federal limits on contributions to federal candidates are not limited to those who meet the monetary threshold of the formal definition of "candidate" in 2 U.S.C. 431(2), and MGP submits that the same candidates who are barred from receiving over \$2,000 each from contributors other than oneself should also be recognized as candidates for purposes of defining a state party. The monetary threshold in 2 U.S.C. 431(2) was only intended to define a threshold for reporting and disclosure requirements, and the intent and spirit of the Federal Election Act are violated by allowing such a "money talks" standard to define artificially who is recognized as a competitor (or in practical application, to restrict the financial support that a political party can provide to such a nominee in the form of coordinated expenditures).

Please advise whether the Commission will now recognize MGP as a state party committee for Missouri. If not, please confirm that MGP, if not a state party committee, is nevertheless a "party committee" instead of merely a non-connected committee.

Thank you for your consideration.

MISSOURI GREEN PARTY, INC.


Timothy V. Barnhart
Treasurer

Enclosures: Letter from The Greens/Green Party USA
Letter from Winona LaDuke
Letter from Daniel "digger" Romano

G/GPUSA
PO Box 1486
Chicago, Illinois 60689
1-866-GREENS2
gpusa@loc.org



Federal Election Commission
999 E Street NW
Washington, DC 20463

August 4, 2003

To Whom It May Concern:

This letter is to verify that Missouri Green Party, Inc. (MGP) is affiliated with Greens/Green Party USA (GPUSA). MGP is responsible for the day-to-day operation of GPUSA at the state level in Missouri and has placed Green Party nominees for federal office on the ballot in each of the past two election cycles. We recognize and are pleased to endorse MGP's claim to "state party committee" status.

Please feel free to contact us if you have any more questions regarding this matter.

Sincerely,

A handwritten signature in cursive script that reads "Alva D'Orgeix".

The Coordinating Committee of GPUSA
Mitchel Cohen
Barbara Chicherio
Alva D'Orgeix

**Winona LaDuke
31446 E. Round Lake Road
Ponsford, MN 56575**

**Office Of General Counsel
Federal Election Commission
Washington, DC 20463**

September 2, 2003

**Re: Application for "state party committee" status
Of Missouri Green Party, Inc. (Committee no. C00376533)**

Although I have declined nomination this year, I was the Green Party candidate for Vice-President in 2000. The states in which my candidacy appeared on the ballot included the State of Missouri. Members of Missouri Green Party, Inc. circulated nominating petitions and obtained more than 10,000 signatures to secure Missouri ballot status for myself, my presidential running mate Ralph Nader and 16 other Green Party candidates in that state.

I am advised that, in the 2002 off-year election, Missouri Green Party, Inc. conducted another successful petition drive, placing Green Party nominees for U.S. Senator, one seat in the U.S. House of Representatives and five state and local candidates on the ballot.

I am pleased to acknowledge the authority of Missouri Green Party, Inc. to represent the Green Party in Missouri and to support its request for "state party committee" status with the Federal Election Commission.

Sincerely,



**Winona LaDuke
2000 Green Party candidate for Vice-President**

Daniel Romano
4251 Castleman Blvd.
St. Louis, MO 63110

September 6, 2003

Office of General Counsel
Federal Election Commission
Washington, DC 20463

Re: Application for "state party committee" status
of Missouri Green Party, Inc. (Committee no. C00376533)

I appeared on the 2002 general election ballot for United States Senator, a federal office, on the Green Party ticket in Missouri, and I received over 10,000 votes for that federal office, but I raised and spent less than \$5,000.00 in my campaign. Members of Missouri Green Party, Inc. circulated nominating petitions and obtained more than 10,000 signatures to secure Missouri ballot status for myself, a congressional candidate and five state and local Green Party candidates in Missouri.

I am pleased to acknowledge the authority of Missouri Green Party, Inc. to represent the Green Party in Missouri and to support its request for "state party committee" status with the Federal Election Commission.

Sincerely,

Daniel "digger" Romano

Daniel "digger" Romano
2002 Green Party candidate for U.S. Senator (MO)

Missouri Green Party, Inc.

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Saint Louis, Missouri 63109
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May 13, 2003

AOR 2003-27

RECEIVED
FEDERAL ELECTION
COMMISSION
OFFICE OF GENERAL
COUNSEL
2003 MAY 19 P 3:08

Federal Election Commission
Office of General Counsel
999 E Street NW
Washington, DC 20463

Re: Missouri Green Party, Inc. C00376533
Request for recognition as state party committee

Missouri Green Party, Inc. ("MOGP") respectfully requests an advisory opinion recognizing it as the state committee for the Green Party in the State of Missouri.

MOGP runs candidates for office in the State of Missouri under the Green Party label. The party publicizes its activities, platform and candidates on its official web site at www.mogreens.org. MOGP is registered as a political committee with the FEC (#C00376533). I am the committee treasurer.

MOGP was incorporated for liability purposes only as a Missouri not-for-profit corporation on February 14, 2000. Copies of its Certificate of Incorporation from the State of Missouri and its Articles of Incorporation and ByLaws are enclosed. The bylaws of MOGP establish that MOGP is responsible for the day-to-day operation of a political party at the state level. These bylaws set out an identifiable organizational structure for the party with varying responsibilities and delineate activity commensurate with the day-to-day functions and operations of a political party on a state level.

MOGP organized successful petition drives to get the Green Party on the statewide Missouri ballot in 2000 and 2002, and plans another such drive in 2004. MOGP is an "established political party" under Missouri law (i.e., has attained permanent ballot status) in several Missouri counties, state senate districts and state house districts, entitling the party to establish official party committees in each such county and district. At least two such committees have been formed, and others are expected to be formed prior to the 2004 election. These committees are expected to file with the FEC when they meet the \$1,000 fundraising threshold for the FEC's definition of "political committee."

MOGP has placed a total of 29 candidates on the Missouri ballot starting in 2000, including candidates for president, vice-president, U.S. Senator and 6 seats for U.S. Congress in 2000 (<http://www.sos.state.mo.us/enrweb/allresults.asp?arc=1&eid=14>), a candidate in a special election in 2001 (see <http://www.sos.state.mo.us/enrweb/allresults.asp?arc=1&eid=59>) candidates for U.S. Senator and 1 seat for U.S. Congress in 2002 (<http://www.sos.state.mo.us/enrweb/allresults.asp?eid=87>), and two candidates in the St. Louis municipal election in 2003 (<http://stlcin.missouri.org/bdelection/elections/apr03city.cfm>). A complete list of MOGP candidates that appeared on the ballot is enclosed. Two of these candidates (Ralph Nader and Winona LaDuke) met the \$5,000 fundraising threshold for the FEC's definition of "candidate."

MOGP is not affiliated with Green Party of the United States (GPUS), which the FEC recognizes as the national committee for the Green Party. MOGP is affiliated with a rival national Green organization, Greens/Green Party USA. Barbara Chicherio, MOGP chair, is a member of its national coordinating committee.

MOGP and the various county and district Green Party organizations in Missouri are recognized as party committees for state law purposes but not yet for federal law purposes. When MOGP originally filed its organizational papers with the FEC, the FEC designated MOGP a non-connected committee instead of a state party committee, pending application for an advisory opinion as to its status.

Please let me know if you need any further information or documentation. You may contact me by telephone at (314) 351-4268, or by electronic mail at tvbarnhart@alum.wustl.edu.

MISSOURI GREEN PARTY, INC.



Timothy V. Barnhart
Treasurer

Enclosures: Certificate of Incorporation
Articles of Incorporation
By-Laws
List of candidates

No. N00063421

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF INCORPORATION

MISSOURI NONPROFIT

WHEREAS, duplicate originals of Articles of Incorporation of
MISSOURI GREEN PARTY, INC.

have been received and filed in the office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, REBECCA McDOWELL COOK, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 14th day of FEBRUARY, 2000.



Rebecca McDowell Cook
Secretary of State

\$25.00

Missouri Green Party candidates on Missouri ballot, 2000-2003

All of the following candidates appeared on the Missouri ballot in partisan contests as candidates of the Green Party:

2000:

President of the United States	Ralph Nader*
Vice-President of the United States	Winona LaDuke*
U. S. Senator	Evaline Taylor
U. S. Representative, District 1	Brenda "Ziah" Reddick
U. S. Representative, District 2	Mike Odell
U. S. Representative, District 3	Mary Maroney
U. S. Representative, District 5	Charles Reitz
U. S. Representative, District 8	Tom Sager
U. S. Representative, District 9	Devin Scherubel
Governor	Lavoy "Zaki Baruti" Reed
Lieutenant Governor	Ben Kjelskus
Secretary of State	Paula Elias
State Treasurer	Ray Vanlandingham
State Senator, District 3	Mary Auer*
State Representative, District 39	Charles Winters*
State Representative, District 66	Patricia Turek*
State Representative, District 67	Jason Toon*
State Representative, District 68	Peter M. Coogan
State Representative, District 87	Frank Eller, Jr.*

Special Election, December 11, 2001:

State Senator, District 3	Robert McFall*
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2002:

U. S. Senator	Daniel "digger" Romano
U. S. Representative, District 9	Keith Brekhus
State Auditor	Fred Kennell*
State Representative, District 24	Mark Robertson
St. Louis County Executive	Terri Zeman
St. Louis License Collector	Jason Murphy*
St. Louis County Council, District 5	Chad Parmenter*

2003 City of St Louis municipal election:

President of Board of Alderman	Don Devivo
Alderman, Ward 24	Bud Deraps

* designates candidates who won county or district "established political party" ballot status for the Green Party

**MISSOURI GREEN PARTY, INC.
BY-LAWS**

ARTICLE I - NAME

The name of this political party should be Missouri Green Party (MOGP).

ARTICLE II - PURPOSES

The purposes of the Missouri Green Party are to educate the general public concerning environmental issues confronting the United States and to promote understanding of the following ten key values:

Ecological wisdom	Community-based economics
Grassroots democracy	Feminism
Social justice	Respect for diversity
Nonviolence	Personal and global responsibility, and
Decentralization	Future focus/sustainability

These objectives may include educational and administrative functions as well as any such other activities, including but not limited to electoral political action, as may be necessary and proper to accomplish these purposes.

ARTICLE III - MEMBERSHIP

1. Individual membership shall be open to all persons who reside in the State of Missouri and who agree with the general principles of the Missouri Green Party as outlined in Article II.
2. Membership allows participation in MOGP meetings.

ARTICLE IV - FEES, DUES AND REVENUE SHARING

Individual members shall be required to pay dues of \$20 to the party each calendar year, except those who pay dues to a local organization. The Missouri Green Party will participate in the integrated dues structure of the Greens/Green Party USA.

ARTICLE V - DECISION PROCESSES

The MOGP will strive to reach consensus of members in attendance for all of its decisions. If this

fails, any decision will be taken to a vote requiring a majority of members in attendance at a MOGP meeting to decide.

ARTICLE VI - MEETINGS OF THE MEMBERSHIP

1. **MOGP meetings constitute its fundamental decision-making body. There shall be not less than one MOGP meeting in every calendar year. Members in attendance are responsible for decisions such as approval of budget, setting dues, advising on selections of committeewomen and committeemen, electing officers, approving minutes and putting forth candidates, unless a higher percentage of the vote is required by another portion of these By-Laws.**
2. **Election of party officers shall be made at the Annual Convention, which shall be the first MOGP meeting in every calendar year. Vacancies may be filled at other MOGP meetings or temporarily filled by other Coordinating Committee members between MOGP meetings.**
3. **Minutes shall be recorded and posted publicly as the meeting is in progress. At the end of the meeting, the recorder shall be responsible for transcribing this information and giving the minutes to the secretary to disseminate to the membership.**
4. **During such time as the party is an "established political party" within the meaning of Section 115.317 of the Revised Statutes of Missouri, its candidates shall be nominated pursuant to the procedures set forth in Sections 115.339-.405, inclusive, of said statutes. At all other times, candidates for office shall be nominated at a MOGP meeting or at a convention specially called for the purpose, following the rules for a MOGP meeting. Any party member may nominate a candidate in person or in writing or by electronic mail received by the secretary. Candidates shall be chosen by a majority vote of members voting or, if there are more than two nominees for an office, by instant runoff voting.**

ARTICLE VII - COORDINATING COMMITTEE

1. **The Coordinating Committee consists of Local Chapter Representatives (voting members of the Coordinating Committee who participate in a committee chaired by an officer) and the chairperson, treasurer, secretary and outreach coordinator of the Missouri Green Party.**
2. **Each local chapter shall select one chapter representative to the coordinating committee. The chapter representative shall notify his or her local chapter of the Coordinating Committee's meetings.**
3. **A local chapter is a group of five or more members in good standing of MOGP who reside within the same congressional district. If multiple chapters in a congressional district exist, each will be represented on the coordinating committee according to the**

party checking accounts, and to sign and file the party's campaign finance disclosure report.

2. **TREASURER.** The Treasurer shall perform the following duties:
 - A. Receive and deposit all receipts belonging to the party, expend party funds and report such receipts and disbursements to the Coordinating Committee and MOGP meetings at least quarterly.
 - B. Interpret, prepare and file campaign finance reports and be responsible for keeping the party within legal limits.
 - C. Maintain books and records according to reasonably acceptable accounting practices.
 - D. Maintain a list of dues-paid members, bring the list to MOGP meetings, and send members renewal notices.
 - E. Chair a **FUNDRAISING COMMITTEE** which develops ideas for raising money for the MOGP and assists the treasurer in her/his duties.

3. **SECRETARY.** The Secretary shall perform the following duties:
 - A. Notify all officers, Local Chapter Representatives and members who are not in chapters concerning MOGP meetings at least one month in advance and send them the agenda proposed by the Organizing Committee at least a week in advance of the meeting.
 - B. Maintain minutes of MOGP meetings and distribute them to all officers, Local Chapter Representatives and members who are not in chapters of MOGP.
 - C. Maintain minutes of Coordinating Committee meetings and conference calls and distribute them to all officers, Local Chapter Representatives and members who are not in chapters of MOGP.
 - D. Maintain the records of Missouri Green Party, functioning as the party archivist.
 - E. Chair a **CORRESPONDENCE COMMITTEE** which assists in archiving records and performing other duties.

4. **OUTREACH COORDINATOR.** The Outreach Coordinator shall perform the following duties:
 - A. Organize local area meetings to discuss formation of chapters.

- B. Devise a budget for the Outreach Coordinator's annual expenses and present it to the Coordinating Committee for inclusion in the annual budget of the party.**
- C. Coordinate party-building and coalition activities.**
- D. Chair an OUTREACH COMMITTEE which shall report to the Coordinating Committee and MOGP meetings concerning environmental and social justice groups which are potential allies of the MOGP, make recommendations for joint undertakings with these groups, suggest groups which could be invited to make presentations at MOGP meetings and seek opportunities to MOGP representatives to address other groups.**

ARTICLE IX - TASK GROUPS

Task groups will form as needed to perform specific functions within the party. Task groups will be authorized at MOGP meetings to carry out tasks agreed to at the meeting. Task groups may be authorized by the Coordinating Committee on an interim basis until the next MOGP meeting, at which time they will be validated. All task groups expire at the conclusion of the Annual Convention unless revalidated at such meeting.

ARTICLE X - AMENDMENT

These bylaws may be amended by a 2/3 majority at a MOGP meeting.

ARTICLE XI - EXPULSION OF PARTY MEMBERS

Expulsion of members is extremely discouraged. Expulsion may only occur as follows: if a member is found guilty of gross misconduct at one meeting by 3/4 vote, the member shall be suspended and if the finding is confirmed by a 3/4 vote of the subsequent meeting the member shall be expelled. If there is no finding at the subsequent meeting then the suspension is terminated.

The member subject to expulsion shall be given an opportunity to be heard before the entire MOGP meeting prior to any vote of expulsion. The Coordinating Committee is granted the power to create further procedures consistent with Green values and due process.

ARTICLE XII - DELEGATES TO NATIONAL CONVENTIONS

Delegates to the National Convention shall be chosen by consensus and if no consensus can be reached then a majority vote of the MOGP meeting.

proportion of members.

4. A MOGP chapter representative is a member of the party chosen by the chapter to communicate and represent the chapter's concerns, assistance and decisions as a member of MOGP Coordinating Committee, and to conduct the business of the coordinating committee.
5. Missouri Green Party members can belong to only one chapter at a time. Nothing in this section is intended to be violative of any statutes calling for governance by a state committee selected by state senate districts. Upon the Green Party achieving ballot status, the coordinating committee shall have the power to adopt any changes in these bylaws necessary to comply with state law.
6. The duties of the coordinating committee are as follows:
 - A. Provide continuity between statewide meetings.
 - B. Propose budgets to be adopted or modified at the Annual Convention and approve emergency expenditures.
 - C. Disseminate information to members of their respective local chapters and constituencies.
 - D. Make emergency decisions subject to review at the next MOGP meeting.
 - E. Establish a regular meeting schedule.
 - F. Review applications for new local chapters and recommend approval or rejection to the next MOGP meeting.

ARTICLE VIII - OFFICERS

1. **CHAIRPERSON.** The Chairperson will have the following duties:
 - A. Nominate a facilitator for MOGP meetings.
 - B. Between MOGP meetings, maintain communication with other Coordinating Committee members by phone, e-mail or in person.
 - C. Chair an ORGANIZING COMMITTEE, which will (a) prepare draft agendas for MOGP meetings, (b) propose needed Task Groups, and (c) help Task Groups coordinate their work.
 - D. Have concurrent authority with the Treasurer to make deposits to and sign on

ARTICLES OF INCORPORATION

of

Missouri Green Party, Inc.

A Nonprofit Corporation

The undersigned natural persons of the age of eighteen years or more for the purpose of forming a corporation under the Nonprofit Corporation Law of Missouri adopt the following Articles of Incorporation:

Article 1

The name of the corporation is: **Missouri Green Party, Inc.**

Article 2

This corporation is a Public Benefit Corporation.

Article 3

The period of duration of the corporation is perpetual.

Article 4

The name and address of the Registered Agent and Registered Office in Missouri is **Barbara Chicherio, 720 Harvard, University City, Missouri 63130.**

Article 5

The names and addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Barbara Chicherio	720 Harvard, University City, Missouri 63130
Henry Robertson	1927 Mitchell Place, St. Louis, Missouri 63139
Tammy Shea	18132 Sunny Top, Wildwood, Missouri 63038

Article 6

The corporation has members. The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

As stated in the Bylaws of this corporation.

Article 7

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation to such organizations or organizations established and operated exclusively for charitable, educational, religious, scientific or political purposes and which at such time qualify as exempt under the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue law) as the Board of Directors may determine.

FILED AND CERTIFICATE OF
INCORPORATION

FEB 14 2000

SECRETARY

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 8

The purposes for which the corporation is organized are to educate the general public concerning environmental issues confronting the United States and to promote understanding of the following ten key values:

ecological wisdom,
grassroots democracy,
social justice,
nonviolence,
decentralization,
community-based economics,
feminism,
respect for diversity,
personal and global responsibility, and
future focus/sustainability.

These objectives may include educational and administrative functions as well as any such other activities as may be necessary and proper to accomplish the corporation purposes.

The corporation is organized exclusively for political purposes within the meaning of Section 501 (c) (4) of the Internal Revenue Code. The corporation will be operated for the purpose of directly or indirectly attempting to influence the selection, nomination, election, or appointment of any individual to federal, state, or local public office or office in a political organization, or the election of Presidential or Vice-Presidential electors, whether or not such individual or electors are actually selected, nominated, elected or appointed.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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.

Article 9

The effective date of this document is the date it is filed by the Secretary of State of Missouri.

Article 10

These articles shall not be repealed, amended, or altered without the majority consent of the Board of Directors at any quarterly or specially called special meeting of the corporation, provided that no amendment shall authorize the corporation to conduct affairs in any manner or for any purpose contrary to the provisions of Section 501 (c) (4) of the Internal Revenue Code as now or hereafter in force.

FILED AND RECORDED
INCORPORATION

FEB 14 2000

Robert McDonald
SECRETARY OF STATE

Barbara Chicherio

Barbara Chicherio

Henry Robertson

Henry Robertson

Tammy Shea

Tammy Shea

State of Missouri

County of St. Louis

)
) ss.
)

I, *Mia Phillips*, a notary public, do hereby certify that on the *5th* day of February, 2000, **Barbara Chicherio, Henry Robertson, and Tammy Shea** personally appeared before me and being duly sworn by me, severally acknowledged that they signed as of their free act and deed the foregoing document in the respective capacities therein set forth and declared that the statements therein contained are true, to the best of their knowledge and belief.

In Witness Whereof, I have hereunto set my hand and seal the day and year above written.

Mia Phillips

Notary Public

My commission expires:

MIA PHILLIPS
Notary Public — Notary Seal
STATE OF MISSOURI
St. Louis County
My Commission Expires: July 21, 2000

FILED AND CERTIFIED
FEB 14 2000

FEB 14 2000

Handwritten signature/initials