

**ARTICLES OF INCORPORATION
OF
SIGMA CHI HOUSE CORPORATION OF EPSILON UPSILON
AN ARIZONA NONPROFIT CORPORATION**

“1. Name: The name of the corporation is “The Sigma Chi House Corporation of Epsilon Upsilon”.

2. Principle Place of Business: The principle office of this corporation shall be Maricopa County, Arizona, but business may be conducted anywhere in the world.

3. Purpose: The corporation is organized and shall be operated as a nonprofit corporation under the laws of the State of Arizona, exclusively for charitable and educational purposes, within the meaning of Section 501(c)(7) (the “CE Section”) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law (the “Code”). The corporation may conduct any or all lawful affairs for which an Arizona nonprofit corporation may be incorporated except for activities not permitted to be carried on (a) by a corporation described in the CE Section of the Code, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

4. Character of Affairs. The character of the corporation’s affairs shall include the purposes of the general welfare of the State of Arizona and its citizenry, the cause of education, the objectives of The Sigma Chi Fraternity and encouraging, fruitfully developing and preserving the interest and loyalty of alumni and friends of the Epsilon Upsilon Chapter of Sigma Chi located at Arizona State University.

5. Board of Directors. The affairs of the corporation shall be managed by a Board of Directors, which shall be comprised of not less than one (1) director and not more than the maximum number as set forth in the corporation’s bylaws from time to time. The Board of Directors shall have the exclusive authority to adopt and amend the corporation’s bylaws. The number of persons to serve on the Board of Directors and the manner of their election shall be set forth in the bylaws of the corporation consistent with the statutes of the State of Arizona.

The initial Board of Directors will be as follows:

Dan Clements	1269 West Kilarea Avenue Mesa, Arizona 85202
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David W. Riddle	743 North 22 nd Place Mesa, Arizona 85213
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6. Statutory Agent: The Statutory Agent of the Corporation shall be:

The Sigma Chi House Corporation of Epsilon Upsilon
Articles of Incorporation

Dan Clements

1269 West Kilarea Avenue
Mesa, Arizona 85202

7. Members. The Board of Directors shall have the exclusive authority to determine, from time to time in the corporation's bylaws, whether (a) the corporation shall have members as defined in Section 10-3140(35) of ARS, or (b) any other type of members, and any qualification, selection, privileges, rights or other attributes of any of the foregoing.

8. Corporate Limitations: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any private individual, shareholder, director, officer, or member, within the meaning of the CE Section of the Code. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as is otherwise provided in Section 501(h) of the Code, and the corporation shall not participate or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office, all within the meaning of the CE Section of the Code.

9. Dissolution. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, either dispose of all its assets exclusively for one or more exempt purposes, within the meaning of the CE Section of the Code, or distribute the assets to such organizations as shall then qualify as exempt organizations under the CE Section of the Code. Any such assets not disposed of by the Board of Directors shall be disposed of by a court of competent jurisdiction of the county in which the principal place of the corporation is then located, exclusively for charitable, scientific or educational purposes within the meaning of the CE Section of the Code, or to organizations, as said court shall determine, that are organized and operated exclusively for such purposes.

10. Private Foundation. In the event and for so long as the corporation is a private foundation as defined in Section 509(a) of the Code: (a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax under Section 4942 of the Code; (b) the corporation shall not engage in any action of self-dealing, as defined in Section 4941(d) of the Code; (c) the corporation shall not retain any excess business holdings, as defined in Section 4943(c) of the Code; (d) the corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code; and (e) the corporation shall not make any taxable expenditures, as defined in Section 4945(d) of the Code.

11. Indemnification. Except as prohibited by law or an act excepted in Article 10(a) through (d) below, the corporation shall indemnify its directors and officers from liability and expenses (all as defined in Section 10-3850, ARS) for any act or failure to act in such corporate capacity, so long as such person's conduct was undertaken in

The Sigma Chi House Corporation of Epsilon Upsilon
Articles of Incorporation

good faith and without an intention that the conduct be opposed to the best interests of the corporation.

12. Limitation of Liability. To the fullest extent now or in the future permitted by law, any and all personal liability of a current, future or former director or officer (or any other person who serves on a board, council, committee or like body of the corporation in an advisory capacity or otherwise) to the corporation, or any members of same, for money damages for any action taken or any failure to take any action as a director or officer, is eliminated, except liability for any of the following: (a) The amount of a financial benefit received by such director or officer to which such person was not entitled; (b) an intentional infliction of harm on the corporation, its directors, officers or any members; (c) a violation of Section 10-3833, ARS; or (d) an intentional violation of criminal law. Further, to the fullest extent now or in the future permitted by law, the persons described above and their private funds and property shall be exempt from liability for all corporate debts, obligations and liabilities.

13. Continued Protection: Any repeal or amendment of these Articles shall not adversely affect any right or protection of a director, officer or other person described above which exists pursuant to these Articles at the time of such repeal or amendment.

14. Incorporators: The name and address of the incorporator

Dan Clements 1269 West Kilarea Avenue
Mesa, Arizona 85202

All powers, duties and responsibilities of the incorporator shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission.

As of the 10th day of April 2002, the undersigned incorporator of the corporation hereby certifies that the foregoing is true, accurate and complete.

THE SIGMA CHI HOUSE CORPORATION OF EPSILON UPSILON
an Arizona nonprofit corporation

Dan Clements, President

The Sigma Chi House Corporation of Epsilon Upsilon
Articles of Incorporation

Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above named corporation effective this 10th day of April 2002

Dan Clements