

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

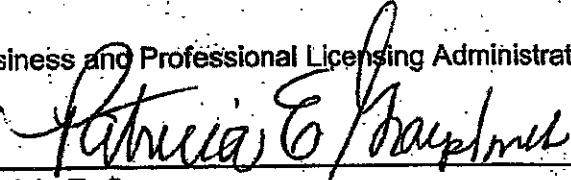
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF AMENDMENT** is hereby issued to:

NATIONAL COURT REPORTERS FOUNDATION

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **6th day of January, 2006.**

Patrick J. Canavan, Psy. D.
Director

Business and Professional Licensing Administration



Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
NATIONAL COURT REPORTERS FOUNDATION**

To: Department of Consumer and Regulatory Affairs
Business and Professional Licensing Administration
Corporations Division
941 No. Capitol Street, N.E.
Washington, D.C. 20002

Pursuant to the provisions of the District of Columbia Nonprofit Corporation Act (the "Act"), the undersigned adopts the following Articles of Amendments to its Articles of Incorporation.

FIRST: The name of the Corporation is National Court Reporters Foundation.

SECOND: The following amendment of the Articles of Incorporation was adopted by the Board of Trustees of the Foundation in the manner prescribed by the Act: Article **THIRD** of the Articles of Incorporation of the Foundation, as previously adopted, is deleted in its entirety and the following inserted in its place:

THIRD: The purpose for which the corporation is organized and will be operated is to conduct and support philanthropic, educational, research, and other charitable activities in furtherance of the goals of the National Court Reporters Association within the meaning of Sections 501(c)(3) and 509(a)(3) of the Internal Revenue Code.

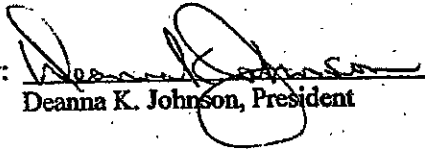
THIRD: The foregoing amendment was adopted at a meeting of the Board of Trustees of the Foundation held on November 12, 2005 at which a quorum was present, and such amendment received at least a majority of the votes of the Trustees in office.

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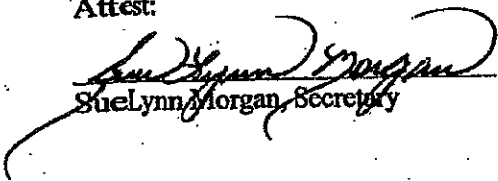
FOURTH: The Foundation does not have members.

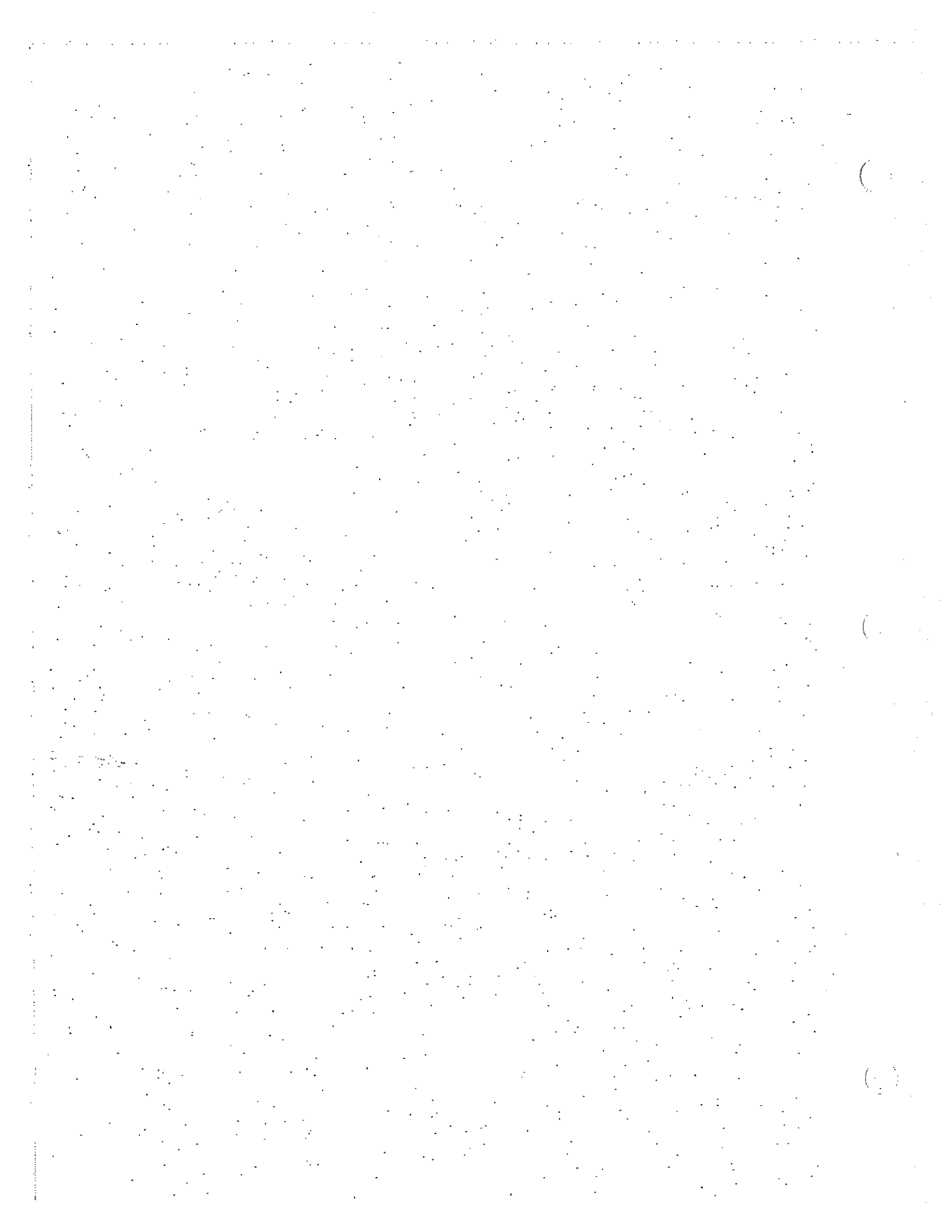
Date: December 27, 2005

National Court Reporters Foundation

By: 
Deanna K. Johnson, President

Attest:


SueLynn Morgan, Secretary



GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



C E R T I F I C A T E

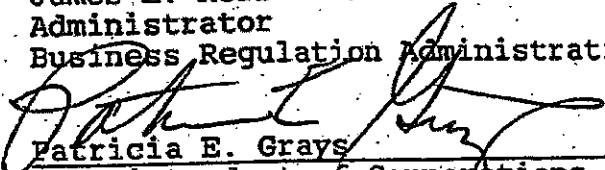
IS IS TO CERTIFY that all applicable provisions of the DISTRICT
COLUMBIA NONPROFIT CORPORATION ACT have been complied with and
ordingly, this CERTIFICATE of AMENDMENT is hereby issued to
RA HERITAGE FOUNDATION

NAME CHANGED TO:
TIONAL COURT REPORTERS FOUNDATION

of June 3rd , 1992 .

Barbara E. Brown
Acting Director

James E. Kerr
Administrator
Business Regulation Administration


Patricia E. Grays
Assistant Superintendent of Corporations
Corporations Division

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
NCRA HERITAGE FOUNDATION

To: Department of Consumer and
Regulatory Affairs
Business Regulation Administration
Corporations Division
Washington, D.C.

Pursuant to the provisions of the District of Columbia Nonprofit Corporation Act (the "Act"), the undersigned adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the Foundation is "NCRA Heritage Foundation."

SECOND: By resolution of the Board of Trustees of the Foundation, the following amendments to the Articles of Incorporation of the Foundation were adopted in the manner prescribed by the Act:

RESOLVED, that Article I of the Articles of Incorporation of the Foundation, as previously adopted, shall be deleted in its entirety and the following inserted in its place:

ARTICLE I: The name of the corporation is
NATIONAL COURT REPORTERS FOUNDATION.

THIRD: The foregoing amendment was adopted at a meeting of the Board of Trustees of the Foundation held on March 6, 1992 at which a quorum was present, and such amendment received at least a majority of the votes of the trustees in office.

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FOURTH: The Foundation does not have members.

Date: May 7, 1992

NCRA HERITAGE FOUNDATION

By: Raymond Waga
President

Attest:

[Signature]
Secretary



GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT OF COLUMBIA NONPROFIT CORPORATION ACT have been complied with and accordingly, this **CERTIFICATE of AMENDMENT** is hereby issued to


NSRA HERITAGE FOUNDATION

NAME CHANGED TO:
NCRA HERITAGE FOUNDATION

as of **JULY 25TH, 1991.**

Aubrey H. Edwards
Acting Director

Paul E. Waters
Acting Administrator
Business Regulation Administration


Vandy D. Jamison, Jr.
Assistant Superintendent of Corporations
Corporations Division

Sharon Pratt Dixon
Mayor

802081

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
NSRA HERITAGE FOUNDATION

To: Department of Consumer and Regulatory Affairs
Washington, D.C. 20001

Pursuant to the provisions of the District of Columbia Non-Profit Corporation Act, the undersigned adopts the following Certificate of Amendment to its Certificate of Incorporation:

FIRST: The name of the corporation is NSRA Heritage Foundation.

SECOND: The following amendment of the Certificate of Incorporation was adopted by the Corporation in the manner prescribed by the District of Columbia Non-Profit Corporation Act:

FIRST: The name of the corporation is NCRA Heritage Foundation

THIRD: The Corporation has no members.


FOURTH: The Amendment was adopted at a meeting of the Board of Trustees held on the 10th day of March, 1991 and such Amendment received the vote of a majority of the Trustees in office.

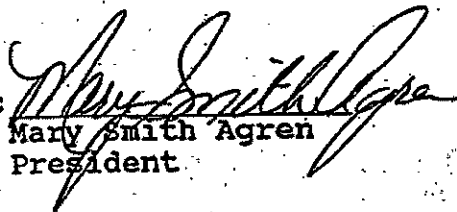
Dated: May 13, 1991

NSRA HERITAGE FOUNDATION

[Corporate Seal]

ATTEST:


Roderick B. Downing
Secretary

By: 
Mary Smith Agren
President

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BY VLS

State of Colorado

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SS

County of Denver

I, Sandra J. Bernal, a Notary Public, do hereby certify that on this 13th day of May, 1991 personally appeared before me Mary Smith Agren, who being by me first duly sworn, acknowledged that she is President of the NSRA Heritage Foundation, that she signed the above Certificate of Amendment as President of said corporation, and that the foregoing statements are true.

[Notarial Seal]

Sandra J. Bernal
Notary Public

My Commission Expires: 12-1
1000 Speer Blvd
Denver, CO 80204

State of Maine :
 :
 :
 : SS
 :
 County of Cumberland :

I, Jacqueline Petros, a Notary Public, do hereby certify that on this 16th day of May, 1991, personally appeared before me Roderick B. Downing, who being by me first duly sworn, acknowledged that he is Secretary of the NSRA Heritage Foundation, that he signed the above Certificate of Amendment as Secretary of said corporation, and that the foregoing statements are true.

[Notarial Seal]

Jacqueline Petros
Notary Public
My commission expires 91
Two City Center
Portland, Me 04101

OFFICE OF RECORDER OF DEEDS, D. C.

Corporation Division
Sixth and D Streets, N. W.
Washington, D. C. 20001

CERTIFICATE

THIS IS TO CERTIFY that all provisions of the District of Columbia
Non-profit Corporation Act have been complied with and ACCORD-
INGLY this Certificate of _____ Incorporation _____

is hereby issued to the _____ NSRA HERITAGE FOUNDATION _____

as of the date hereinafter mentioned.

Date May 15, 1980

~~Peter S. Rindley~~
Recorder of Deeds, D.C.

MARGURITE C. STOKES
Acting Recorder Of Deeds, D.C.

David H. Cole
David H. Cole
Superintendent of Corporations

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ARTICLES OF INCORPORATION
OF
NSRA HERITAGE FOUNDATION

To: The Recorder of Deeds, D. C.
Washington, D. C.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation, adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Non-profit Corporation Act:

FIRST: The name of the corporation is NSRA Heritage Foundation.

SECOND: The period of duration is perpetual.

THIRD: The purpose for which the corporation is organized is the carrying out of educational and scientific projects pertaining to the art of verbatim reporting of proceedings by use of shorthand symbols, manually or by machine, with particular emphasis on training and education, development of the history of the art, maintenance of library and historical records pertaining to the art, scholarships and studies in the advancement of the state of the art, and, in pursuing such purposes, to operate exclusively for educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

FOURTH: The corporation will have no members.

FIFTH: The manner of election or appointment of directors of the corporation (who shall be known as "Trustees") shall be provided in the bylaws of the corporation.

SIXTH: The corporation shall have all of the powers necessary and incidental to the carrying out of the above purposes, including, but not limited to, powers granted to it under the District of Columbia Non-profit Corporation Act, provided,

however, that:

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N. W. D. C. 20030

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A. the corporation shall not have or exercise any power or authority, either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent it from qualifying (and continuing to qualify) as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1954 ("the Code"), contributions to which are deductible for federal income tax purposes;

B. No part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office; nor shall it engage in any activities that are unlawful under the laws of the United States of America, the District of Columbia, or any other jurisdiction where such activities are carried on; nor shall it engage in any transaction defined at the time as "prohibited" under Section 503 of the Code;

C. The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit, and no part of its assets or net earnings shall be used, nor shall it ever be organized or operated, for purposes that are not exclusively charitable or educational within the meaning of Section 501(c)(3) of the Code;

D. No compensation or payment shall ever be paid or made to any officer, director, trustee, creator, or organizer of the corporation, or substantial contributor to it, except as a reasonable allowance for actual expenditures or services actually made or rendered to or for the corporation; and no part of the assets or net earnings, current or accumulated,

LAW OFFICES
D. HARKRADER
& ROSS
10 19TH ST., N. W.
WASHINGTON, D.C. 20036
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of the corporation shall ever be distributed to or divided among any such persons; provided, further, that no part of such assets or net earnings shall ever be used for, accrue to, or inure to the benefit of any member or private individual within the meaning of Section 501(c)(3) of the Code;

E. Any income of the corporation for any taxable year shall be distributed at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Code, and the corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), shall not retain any excess business holdings (as defined in Section 4943(a) of the Code), shall not make any investments in such manner as to subject the corporation to tax under Section 49 of the Code and shall not make any taxable expenditures (as defined in Section 4945(d) of the Code);

F. In the event of termination, dissolution or winding up of the corporation in any manner or for any reason whatsoever, its remaining assets, if any, shall be distributed to (and only to) an organization with similar purposes which has established tax-exempt status under Section 501(c) of the Code;

G. Any references herein to any provision of the Internal Revenue Code of 1954 shall be deemed to mean such provision as now in effect or as hereafter amended, supplemented or superseded.

SEVENTH: The address of the initial registered office of the corporation is c/o Wald, Harkrader & Ross, 1300 Street, N. W., Washington, D. C. 20036, and the name of its initial registered agent at such address is Marc E. Lackritz

EIGHTH: The number of Trustees constituting the initial Board of Trustees is fourteen (14), and the names and addresses of the persons who are to serve as the initial Trustees until their successors be elected and qualified are:

Sandra W. McFate
2303 N. Central Avenue
Suite 104
Phoenix, AZ 85004

Doris O. Wong
31 Milk Street, Suite 608
Boston, MA 02109

Ervin G. Gross
16843 Canterbury Drive
Minnetonka, MN 55343

Richard B. Heilig
108 N. State Street, Suite 542
Chicago, IL 60602

Doris Mauldin
602 Ainsley Building
14 Northeast 1st Avenue
Miami, FL 33132

Willard I. Braun
4517 Beard Avenue, N.
Minneapolis, MN 55422

Raymond F. DeSimone
B.A. Bailey & Associates, Inc.
Suite 1638
60 East 42nd Street
New York, NY 10017

Shirley Houston
609 Fannin, Suite 2121
Houston, TX 77002

Frank O. Nelson
1430 Chapala Street
Santa Barbara, CA 93101

Thomas F. Runfola
750 S. High Street
Columbus, OH 43206

Frank Sarli
510 Southeast Bank Building
201 E. Pine Street
Orlando, FL 32801

Casey B. Smith (Mrs.)
112 Rolling Hills Drive
Hixson, TN 37343

Heywood Waga
111 Northfield Avenue
West Orange, NJ 07052

Jere L. With
902 Chamber Building
110 West C Street
San Diego, CA 92101

NINTH: The names and addresses of the incorporat
are:

C. Coleman Bird
1300 19th Street, N. W.
Washington, D. C. 20036

Thomas J. Schwab
1300 19th Street, N. W.
Washington, D. C. 20036

Laura R. Sherman
1300 19th Street, N. W.
Washington, D. C. 20036.

TENTH: The private property of the officers and
Trustees of the corporation shall not be subject to payment of
corporate debts to any extent whatever.

ELEVENTH: The corporation shall indemnify any Trust
or officer or former Trustee or officer of the corporation, or
any person who may have served at its request as a Trustee or
officer of another corporation, whether for profit or not for
profit, against expenses actually and necessarily incurred by
in connection with the defense of any action, suit or proceed
in which he is made a party by reason of being or having been
such Trustee, or officer, except in relation to matters as to
which he shall be adjudged in such action, suit, or proceedi
to be liable for negligence or misconduct in the performance
a duty.

TWELFTH: The corporation reserves the right to ma
from time to time any amendments of these Articles of Incorp
ration which may now or hereafter be authorized by law, exce
that no such amendment shall be made which would change the
purposes of this corporation to include purposes which would

not be exclusively educational, scientific or charitable within the meaning of Section 501(c)(3) of the Code, or which would grant the corporation one or more powers which would disqualify it from any tax-exempt status it may have achieved.

C. Coleman Bird
C. Coleman Bird

Thomas J. Schwab
Thomas J. Schwab

Laura R. Sherman
Laura R. Sherman

DISTRICT OF COLUMBIA, SS:

I, Mary J. Cullen, a Notary Public, hereby certify that on the 14th of May, 1980, personally appeared before me C. Coleman Bird, Thomas J. Schwab and Laura R. Sherman, who signed the foregoing document as incorporators, and acknowledged that the statements therein contained are true.

(Seal)

Mary J. Cullen
Notary Public

My Commission Expires 5-14-83

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