

97119-1205

Microfilm Number _____

Filed with the Department of State on ~~FEB 26 1997~~

En Number 2741157

[Signature]
Secretary of the Commonwealth
[Signature]

ARTICLES OF INCORPORATION-DOMESTIC NONPROFIT CORPORATION

DSCB:15-5306 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 5306 (relating to articles of incorporation), the undersigned, desiring to incorporate a nonprofit corporation, hereby state(s) that:

1. The name of the corporation is: South Central Assembly for Effective Governance

2. The (a) address of this corporation's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

Institute for State and Regional Affairs, Penn State Harrisburg
(a) 777 West Harrisburg Pike Middletown PA 17057-4898 Dauphin
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes:
See corporate purposes clause attached

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

5. The corporation is organized upon a nonstock basis.

6. (Strike out if inapplicable): The corporation shall have no members.

7. (Strike out if inapplicable): The incorporators constitute a majority of the members of the committee authorized to incorporate: The Regional Summit Committee as South Central Assembly for Effective Governance by the requisite vote required by the organic law of the association for the amendment of such organic law.

8. The name and address, including street and number, if any, of each incorporator is:

Name Address

See schedule attached

9. The specified effective date, if any, is: upon filing
month day year hour, if any

10. Any additional provisions of the articles, if any, attach an 8 1/2 x 11 sheet.

IN TESTIMONY WHEREOF, the incorporator(s) has (have) signed these Articles of Incorporation this 19th day of February, 1997.

Nancy Besch

Nancy Besch

Betty Eiceman

Betty Eiceman

Francis B. Haas, Jr.

Francis B. Haas, Jr.

Irving Hand

Irving Hand

William A. Hawkins

William A. Hawkins

George H. Klaus, Jr.

George H. Klaus, Jr.

Mark K. Keller

Mark K. Keller

Francis Linn

Francis Linn

Joseph McCarthy

Joseph McCarthy

Robert Minnich

Robert Minnich

Anthony Petrucci

Anthony Petrucci

Stephen R. Reed

Stephen R. Reed

Herbert Robb

Herbert Robb

Charles Robertson

Charles Robertson

David Smith

David Smith

Harry Stokes

Harry Stokes

Michael Sturla

Michael Sturla

Rose Marie Swanger

Rose Marie Swanger

Ed Calvert

Ed Calvert

CORPORATE PURPOSES CLAUSE

The purpose of the Corporation is to enhance the quality of life of the citizens of South Central Pennsylvania by seeking ways to improve governance in the region, in order to make it more efficient, effective and economical; to undertake studies and analyses of the programs and services of counties, municipalities, governmental authorities and school districts in the region; to examine new and innovative ways to deliver local governmental services, including those concerning planning and land use; and to recommend improvements, including cooperation among governmental entities, sharing agreements, and, where appropriate, consolidation; and to take any other action which may lawfully be undertaken by the Corporation in furtherance of these objectives, including sponsoring public meetings, workshops and seminars, the publication of newsletters and reports, and supporting legislation deemed necessary to achieve such objectives; provided, however, that the purposes and activities of the Corporation shall at all times be only those permitted by organizations approved by the Internal Revenue Service under Section 501(c)(3) of the Internal Revenue Code of 1968.

The Corporation is organized exclusive for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent jurisdiction 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.

9719-1210
Names and Addresses of Incorporators

Honorable Nancy Besch
Cumberland County Commissioner
Carlisle Courthouse
Carlisle, PA 17013

Ed Calvert
Conewago Township
350 Third Street
Hanover, PA 17331

Honorable Betty Eiceman, Mayor
The City of Lebanon
City Hall
400 South 8th Street
Lebanon, PA 17042

Francis B. Haas, Jr., Esq.
Harrisburg School Board
McNees, Wallace & Nurick
100 Pine Street
P.O. Box 1166
Harrisburg, PA 17108-1166

Mr. Irving Hand, Professor
Emeritus
Penn State Harrisburg
Capitol Campus
Middletown, PA 17057

Mr. William A. Hawkins, Chair
Harrisburg Area Transportation Study
240 North 3rd Street
Suite 900
Harrisburg, PA 17101

Honorable Mark K. Keller, Chair
Perry County Commissioners
Veterans Memorial Building
P.O. Box 37
New Bloomfield, PA 17068

Mr. George H. Klaus, Jr., Director
Education and Technical Services
PA State Association of Boroughs
2941 North Front Street
Harrisburg, PA 17110

Honorable Francis Linn
The Mayor
The Borough of Gettysburg
Borough Hall
59 E. High Street
Gettysburg, PA 17325

Mr. Joseph McCarthy, President
Susquehanna Conference
237 North Middlesex Road
Carlisle, PA 17013

Honorable Robert Minnich,
President
York Board of Commissioners
1 West Marketway, 4th Floor
York, PA 17401

Honorable Anthony Petrucci
Honorable County Commissioner
Dauphin County Courthouse
Front and Market Streets
P.O. Box 1295
Harrisburg, PA 17120

Honorable Stephen R. Reed
The Mayor
City of Harrisburg
202 City Government Center
10 North 2nd Street
Harrisburg, PA 17101-1678

Honorable Herbert Robb
The Mayor
The Borough of New Bloomfield
P.O. Box 35
New Bloomfield, PA 17068

Honorable Charles Robertson
The Mayor
The City of York
50 W. King Street
York, PA 17405

Mr. David Smith, President
David A. Smith Printing, Inc.
742 South 22nd Street
Harrisburg, PA 17104

9719-1211

Honorable Harry Stokes, Chair
Adams County Board of
Commissioners
111-117 Baltimore Street
Gettysburg, PA 17325

Honorable P. Michael Sturla
Member House of Representatives
P.O. Box 202020
Main Capitol Building
Harrisburg, PA 17120-2020

Honorable Rose Marie Swanger, Chair
Lebanon County Board of
Commissioners
Room 297, Municipal Building
400 South Eighth Street
Lebanon, PA 17042

Microfilm Number _____

9723-209

Filed with the Department of State on _____

MAR 19 1997

Entity Number _____

2741157

[Signature]
Secretary of the Commonwealth
D

STATEMENT OF CORRECTION

DSCB:15-138 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 138 (relating to statement of correction) the undersigned association or other person, desiring to correct an inaccurate record of corporate or other action or correct defective or erroneous execution of a document, hereby states that:

1. The name of the association or other person is: South Central Assembly for Effective Governance

2. The (a) address of this association's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

c/o Institute for State and Regional Affairs, Penn State Harrisburg				
(a) 777 West Harrisburg Pike, Middletown, PA 17057-4898				Dauphin
Number and Street	City	State	Zip	County

(b) c/o: _____
Name of Commercial Registered Office Provider _____ County _____

For an association represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the association is located for venue and official publication purposes.

3. The statute by or under which it was incorporated or the preceding filing was made, in the case of a filing that does not constitute a part of the articles of incorporation of a corporation, is: _____

The inaccuracy or defect, which appears in Department of State form 15-5306 filed on 2/26/97 and recorded in Roll and Film Number _____ et seq., is:

Paragraph five should have been stricken out, to indicate that the corporation will have members.

5. (Check one of the following):

- The portion of the document requiring correction in corrected form is set forth in Exhibit A attached hereto and made a part hereof.
- The original document to which this statement relates shall be deemed reexecuted.
- The original document to which this statement relates shall be deemed stricken from the records of the Department.

IN TESTIMONY WHEREOF, the undersigned association or other person has caused this statement to be signed by a duly authorized officer thereof or otherwise in its name this 19 day of March, 1997.

SOUTH CENTRAL ASSEMBLY FOR EFFECTIVE GOVERNANCE

(Name of Corporation)

BY: _____

[Signature]

(Signature)

TITLE: President

MAR 19 97

PA Dept. of State

9723-210

Profile Number _____

Filed with the Department of State on _____

City Number _____

Secretary of the Commonwealth

ARTICLES OF INCORPORATION-DOMESTIC NONPROFIT CORPORATION

DSCB:15-5306 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 5306 (relating to articles of incorporation), the undersigned, desiring incorporate a nonprofit corporation, hereby state(s) that:

The name of the corporation is: South Central Assembly for Effective Governance

The (a) address of this corporation's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

Institute for State and Regional Affairs, Penn State Harrisburg
(a) 777 West Harrisburg Pike Middletown PA 17057-4898 Dauphin
Number and Street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes:
See corporate purposes clause attached

The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

The corporation is organized upon a nonstock basis.

(Strike out if inapplicable): ~~The corporation shall have no members.~~

(Strike out if inapplicable): The incorporators constitute a majority of the members of the committee authorized to incorporate The Regional Summit Committee as South Central Assembly for Effective Governance by the requisite vote required by the organic law of the association for the amendment of such organic law.

FEB 26 97
PA Dept. of State

The name and address, including street and number, if any, of each incorporator is:

Name Address

See schedule attached

The specified effective date, if any, is: upon filing
month day year hour, if any

Any additional provisions of the articles, if any, attach an 8 1/2 x 11 sheet.

Proof of Notice of Publication in Dauphin County Reporter

213 North Front Street, Harrisburg, PA 17101

Under Acts approved May 16, 1929, P. L. 1784 and April 24, 1931, P. L. 67, 45 P. S. 1 et seq.

State of Pennsylvania }
County of Dauphin } ss:

Allen Levinthal, agent of the Publisher of the Dauphin County Reporter, of the County and State aforesaid, being duly sworn, deposes and says that the Dauphin County Reporter, a legal periodical published in the City of Harrisburg, County and State aforesaid, was established January 1, 1898, and designated the Legal Periodical for Dauphin County, on February 5, 1919, since which date the Dauphin County Reporter has been regularly issued in said County, and that the printed notice of publication attached hereto is exactly the same as was printed and published in the regular editions and issues of the Dauphin County Reporter on the following dates, viz:

March 21, 1997

Affiant further deposes that he is the Agent of the Publisher of the Dauphin County Reporter, a legal Periodical of general circulation, to verify the foregoing statement under oath, and that neither the affiant nor the Dauphin County Reporter is interested in the subject matter of the aforesaid notice or advertisement, and that all allegations in the foregoing statements as to time, place and character of publication are true.

Allen Levinthal

Sworn to and subscribed before me this 21st
day of March, 1997

Joyce A. Tambolas

Notary Public

Notarial Seal
Joyce A. Tambolas, Notary Public
Harrisburg, Dauphin County
My Commission Expires Oct. 5, 2000
Member, Pennsylvania Association of Notaries

Copy of Notice of Publication

NOTICE IS HEREBY GIVEN that Nonprofit Articles of Incorporation will be filed with the Department of State of the Commonwealth of Pennsylvania, at Harrisburg, PA, on or about February 26, 1997, for the purpose of obtaining a Certificate of Incorporation of a proposed nonprofit corporation to be organized under the provisions of the Nonprofit Corporation Law of 1988. The name of the proposed nonprofit corporation is **South Central Assembly for Effective Governance**. The purpose or purposes for which it will be organized are: To improve local government in South Central Pennsylvania.
McNEES, WALLACE & NURICK
100 Pine Street
Harrisburg, PA 17101
m21

Statement of Advertising Costs:
South Central Assembly for
Effective Governance

To DAUPHIN COUNTY REPORTER, Dr.
For publishing the notice or
publication attached hereto on the
above stated dates \$ 54.00
Probating same \$ 1.00
Total \$ 55.00

Publisher's Receipt for Advertising Costs
The Dauphin County Reporter, a legal periodical, hereby acknowledges receipt of the aforesaid notice and publication costs and certifies that the same have been duly paid.
DAUPHIN COUNTY REPORTER
By *Allen Levinthal*

Proof of Publication of Notice in The Patriot and The Evening News and The Sunday Patriot-News

Under Act No. 587, Approved May 16, 1929.

Commonwealth of Pennsylvania, }
County of Dauphin } ss:

..... Michael Morrow being duly sworn according to law, deposes and says:
Asst. Controller

That he is the of THE PATRIOT-NEWS CO., a corporation organized and existing under the laws of the Commonwealth of Pennsylvania, with its principal office and place of business at 812 to 818 Market Street, in the City of Harrisburg, County of Dauphin, State of Pennsylvania, owner and publisher of THE PATRIOT and THE EVENING NEWS and the SUNDAY PATRIOT-NEWS newspapers of general circulation, printed and published at 812 to 818 Market Street, in the City, County and State aforesaid; that THE PATRIOT and THE EVENING NEWS and the SUNDAY PATRIOT-NEWS were established March 4th, 1854, and February 15th, 1917 and September 18th, 1949, respectively, and all have been continuously published ever since;

That the printed notice or publication which is securely attached hereto is exactly as printed and published in their regular editions and issues which appeared on the 20th day of March 1997.

That neither he nor said Company is interested in the subject matter of said printed notice or advertising, and that all of the allegations of this statement as to the time, place and character of publication are true; and

That he has personal knowledge of the facts aforesaid and is duly authorized and empowered to verify this statement on behalf of The Patriot-News Co. aforesaid by virtue and pursuant to a resolution unanimously passed and adopted severally by the stockholders and board of directors of the said Company and subsequently duly recorded in the office for the Recording of Deeds in and for said County of Dauphin in Miscellaneous Book "M". Volume 14, Page 317.

Copy of Notice or Publication

Articles of Incorporation

NONPROFIT ARTICLES OF INCORPORATION
NOTICE IS HEREBY GIVEN that Nonprofit Articles of Incorporation will be filed with the Department of State of the Commonwealth of Pennsylvania, at Harrisburg, Pennsylvania, on or about the 20th day of February, 1997, for the purpose of obtaining a Certificate of Incorporation of a proposed nonprofit corporation to be organized under the provisions of the Nonprofit Corporation Law of 1988. The name of the proposed nonprofit corporation is South Central Assembly for Effective Governance.

The purpose or purposes for which it will be organized are: to improve local government in South Central Pennsylvania.

McNEES, WALLACE & NURICK
108 Pine Street
Harrisburg, PA 17101

Terry L. Russell
.....
Sworn to and subscribed before me this 20th day of
March A. D. 1997
.....
Notarial Seal
Terry L. Russell, Notary Public
Harrisburg, Dauphin County
My commission expires June 6, 1998
Notary Public
Member, Pennsylvania Association of Notaries

Statement of Advertising Costs

McNees, Wallace & Nurick
Harrisburg, PA. 17108
.....
To THE PATRIOT-NEWS CO., Dr.

For publishing the notice or publication attached hereto on the	
above stated dates - - - - -	\$..... 58.14
Probating same - - - - -	\$..... 1.00
Total - - - - -	\$..... 59.14

Publisher's Receipt for Advertising Costs

THE PATRIOT-NEWS CO., publisher of THE PATRIOT and THE EVENING NEWS and the SUNDAY PATRIOT-NEWS, newspapers of general circulation, hereby acknowledge receipt of the aforesaid notice and publication costs and certifies that the same have been duly paid.

THE PATRIOT-NEWS CO.

By