

State of Indiana
Office of the Secretary of State

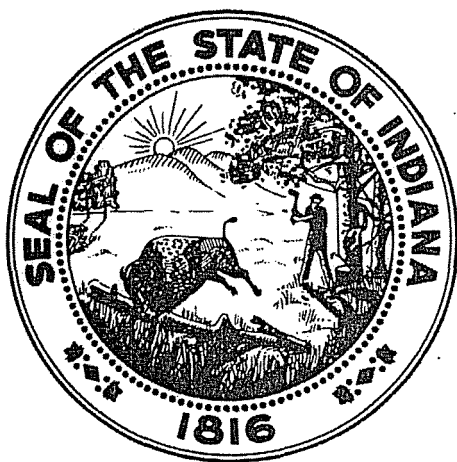
CERTIFICATE OF INCORPORATION

of

AMERICAN HEMEROCALLIS SOCIETY REGION 12 INC.

I, Todd Rokita, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented confirms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, January 01, 2009.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 18, 2008

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

APPROVED AND FILED
TODD ROKITA
INDIANA SECRETARY OF STATE
12/18/2008 9:16 AM

ARTICLES OF INCORPORATION

Formed pursuant to the provisions of the Indiana Nonprofit Corporation Act of 1991.

ARTICLE I – NAME AND PRINCIPAL OFFICE

AMERICAN HEMEROCALLIS SOCIETY REGION 12 INC.
251 East Ohio Street Suite 500, Indianapolis, IN 46204

ARTICLE II – REGISTERED OFFICE AND AGENT

Bret S. Clement
251 East Ohio Street Suite 500, Indianapolis, IN 46204

ARTICLE III – INCORPORATORS

Bret S. Clement
251 East Ohio Street Suite 500, Indianapolis, IN 46204
Signature: Bret S. Clement

ARTICLE IV – GENERAL INFORMATION

Effective Date: 1/1/2009

Type of Corporation: Public Benefit Corporation

Does the corporation have members?: Yes

The purposes/nature of business

Purpose. American Hemerocallis Society Region 12 Inc. (the "Region") is a non-profit organization. The Region is organized exclusively for educational and scientific purposes, and especially to promote, encourage and foster the development and improvement of the genus Hemerocallis and public interest therein. These purposes are expressly limited so the Region qualifies as an exempt organization under Section 501(c)(3) of the U. S. Internal Revenue Code of 1954 or the corresponding provision of any future U. S. Internal Revenue Law.

Distribution of assets on dissolution or final liquidation

Upon the dissolution or liquidation of the Corporation, the officers shall, after payment or making provision for the payment of all liabilities of the Region, dispose of all of the assets of the Region by distributing same to the American Hemerocallis Society, Inc. ("AHS") which is a Section 501(c)(3) corporation or if AHS is not then in existence or is not a 501(c)(3) organization at that time, to any Section 501(c)(3) organization organized and operated exclusively for scientific and educational purposes similar to those of AHS.