

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF NATIONAL DROPOUT PREVENTION FUND

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of _____
_____ for a Certificate of Authority to transact business in this State,
duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have
been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of
Authority to _____
_____ NATIONAL DROPOUT PREVENTION FUND
to transact business in this State under the name _____
_____ and attach hereto a duplicate original of the Application
for such Certificate.

Dated September 14, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

Sandra Mathews

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Nonprofit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

RECEIVED

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1. The name of the corporation is National Dropout Prevention Fund

2. The name which it shall use in Idaho is National Dropout Prevention Fund

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of New York

4. The date of its incorporation is 11/29/85 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 285 Madison Avenue, New York, New York 10017

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

See Attached

9. The names and respective addresses of its directors and officers are: See Attached

Name

Office

Address

Name	Office	Address

(continued on reverse)

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 7/30/87

NATIONAL DROPOUT PREVENTION FUND
(Corporation Name)

By Esther B. Ferguson
Its President/Vice-President (please specify)
Co-Chairman

and Jon Dele
Its Secretary/ Assistant Secretary (please specify)

STATE OF NEW YORK)

COUNTY OF NEW YORK)

I, GEORGE LEWIS SMITH, a notary public, do hereby certify that on this 30th day of JULY, 19 87, personally appeared before me ESTHER B. FERGUSON, who being by me first duly sworn, declared that she is the Co Chairman of NATIONAL DROPOUT PREVENTION FUND

that she signed the foregoing document as Co Chairman of the corporation and that the statements therein contained are true.

George Lewis Smith
Notary Public

GEORGE LEWIS SMITH
Notary Public, State of New York
No. 60-4762110
Qualified in Westchester County
Commission Expires ~~March 30, 1989~~
Feb. 27

NATIONAL DROPOUT PREVENTION FUND

Statement of Purposes

The general purpose for which the National Dropout Prevention Fund is organized is to provide a locus of operation for addressing the national issue of school dropout. In particular, the Fund hopes to bring that issue before the American people and to expose its dimensions, hopefully to stimulate national attention toward eliminating the problem.

Specifically, the Directors of the Fund have identified the following activities as essential to the above stated purpose of the Fund:

(1) To provide a vehicle for combatting the dropout problem by promoting public awareness.

(2) To support, develop and implement programs to encourage students to complete their high school education.

(3) To encourage citizen and community group involvement in the efforts to prevent students for dropping out of school.

(4) To direct resources of the private sector toward a solution of this national tragedy.

The Fund intends to run fundraising solicitations in national magazines, which will be offering such advertising space to the Fund on a pro bono basis. Because that fundraising campaign will be nationwide, the Fund has endeavored to register as a charitable organization in all of the fifty states, even though at the time of this registration there may not be identified any specific program to be carried out in a given state. It is anticipated, however, that several of the programs to be carried out by the Fund will be of such a nature as to have an effect, whether direct or indirect, on every state, such as a national symposium to be held by the Fund which will invite participants from across the United States.

NATIONAL DROPOUT PREVENTION FUND

LIST OF DIRECTORS AND OFFICERS

<u>Name and Address</u>	<u>Title</u>
Esther B. Ferguson 812 Park Avenue New York, New York 10021	Director, Co-Chairman (Founder)
John P. McGarry, Jr. President Young & Rubicam New York 285 Madison Avenue New York, New York 10017	Director, Co-Chairman
Thomas W. Evans Partner Mudge Rose Guthrie Alexander & Ferdon 180 Maiden Lane New York, New York 10038	Director, Vice Chairman
Steve Aiello Senior Vice President Burson-Marsteller 230 Park Avenue South New York, New York 10003	Director, Secretary
Theresa P. MacDonald Senior Executive Vice President Young & Rubicam, Inc. 285 Madison Avenue New York, New York 10017	Director, Treasurer
Walter Anderson Editor-in-Chief Parade Publications, Inc. 750 Third Avenue New York, New York 10017	Director
Eleanor Lambert Berkson President Eleanor Lambert Division Creamer, Dickson, Basford, Inc. 1633 Broadway New York, New York 10019	Director

<u>Name and Address</u>	<u>Title</u>
Joseph A. Califano, Jr. Partner Dewey, Ballantine, Bushby, Palmer & Wood 1775 Pennsylvania Avenue, N.W. Washington, D.C. 20006	Director
John Mack Carter Editor-in-Chief Good Housekeeping Magazine 959 Eighth Avenue New York, New York 10019	Director
William T. Coleman, Jr. Senior Partner O'Melveny & Myers 555 13th Street, N.W. Washington, DC 20004	Director
Camille Cosby P.O. Box 808 Greenfield, Massachusetts 01302	Director
Peter J. De Luca General Counsel General Foods Corporation 250 North Street White Plains, NY 10625	Director
Peter Duchin Peter Duchin Orchestras 305 Maiden Avenue New York, New York 10165	Director
James L. Ferguson Chairman General Foods Corporation 250 North Street White Plains, NY 10625	Director
Horace W. Fleming Director Strom Thurmond Institute 201 Martin Street Clemson University Clemson, South Carolina 29631	Director

<u>Name and Address</u>	<u>Title</u>
Barrie Sanford Greiff Consultant to Harvard University 25 Montrose Street Newton, Massachusetts 02158	Director
Dr. Carl Hann Chairman Volkswagen AG 3180 Wolfsburg 1 West Germany	Director
Alistair M. Hanna Principal McKinsey & Co., Inc. 3 Landmark Square Stamford, Connecticut 06901	Director
Henry A. Kissinger Chairman Kissinger Associates 350 Park Avenue New York, New York 10022	Director
Wilbert Lemelle President Mercy College 555 Broadway Dobbs Ferry, New York 10522	Director
Max Lennon President Clemson University P.O. Box 992 Clemson, South Carolina 29633	Director
Mary McCormick Deputy Director Fund for the City of New York 419 Park Avenue South New York, New York 10016	Director

<u>Name and Address</u>	<u>Title</u>
J. Richard Munro President Time Incorporated Time & Life Building Rockefeller Center, New York 10020	Director
Robert L. Payton Scholar in Residence University of Virginia 102 Devon Road Charlottesville, Virginia 22901	Director
Joseph Rotella Mudge Rose Guthrie Alexander & Ferdon 180 Maiden Lane New York, New York 10038	Asst. Secretary
Commissioner William Rowe 455 Main Street Suite 103-105 New Rochelle, New York 10801	Director
Albert Shanker American Federation of Teachers 260 Park Avenue South New York, New York 10010	Director
Muriel Siebert Muriel Siebert, Inc. 444 Madison Avenue New York, New York 10022	Director
William E. Simon Chairman Wesray Corporation 310 South Street Morristown, New Jersey 07960	Director
Stephen H. Spahn Headmaster Dwight School 402 East 67th Street New York, New York 10021	Director

Name and Address

Title

Robert B. Tierney
Director of Public
Affairs/Government
Relations
AT&T
550 Madison Avenue
New York, New York 10022

Director

Raul Yzaguirre
President
National Council of La
Raza
20 P. Street N.W.
Washington, D.C. 20001

Director

State of New York)
Department of State) SS:

SEC

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I Hereby Certify, that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of

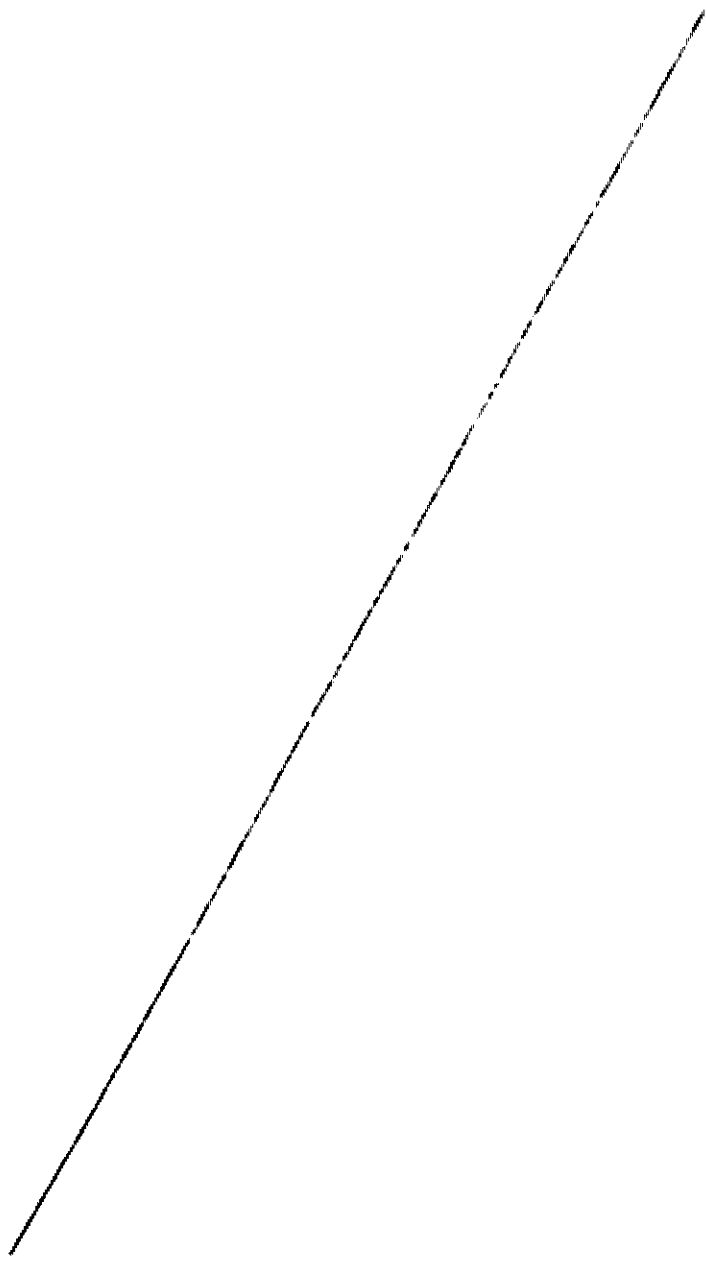
NATIONAL DROPOUT PREVENTION FUND

the certificate of incorporation of which corporation was filed

November 29, 1985, under the name

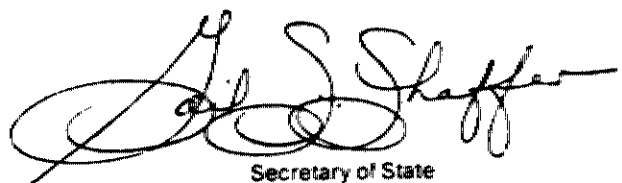
of DROP-OUT PREVENTION FUND, INC., as a Not-for-Profit corporation, and

Certificate changing name of which was filed on April 17, 1987,



and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal of the Department of State at the City of Albany, this 4th day of August one thousand nine hundred and Eighty-Seven


Secretary of State