

**ARTICLES OF INCORPORATION
OF
KANSAS FOR CHANGE, INC.**

ARTICLE I

The name of this corporation is Kansas For Change, Inc.

ARTICLE II

The registered office of the corporation is 4857 61st Rd., Udall, KS 67146. The resident agent at that address is Sharon L. Gordon.

ARTICLE III

This corporation is organized **NOT FOR PROFIT** and the objects and purposes to be transacted and carried on are:

Exclusively for education and advocacy for 1) the legalization of medical, recreational, agricultural use of Cannabis, marijuana, hemp and hemp products; 2) protection and enhancement of civil liberties and civil rights; 3) providing a pathway for civil and political engagement of individuals, communities, and groups disenfranchised by the realities of the war on drugs; 4) any other social welfare activities within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 (as amended) or the corresponding provision of any future United States internal revenue law, including for such purposes, the making of distributions to organizations which are recognized as exempt from tax under such Section 501(c)(4).

1. Advocacy. To promote the legalization of medical, recreational, and agricultural use of Cannabis, marijuana, hemp and hemp products; and protection of civil rights and improvement of conditions for people who have been subject to criminal prosecution for violation of marijuana prohibition laws.

2. Education. To educate the public regarding research on medical benefits of cannabis and methods other than incarceration for dealing with drug use and abuse in our society. To enhance discussion of issues regarding the impacts of the war on drugs, including but not limited to civil rights, equality, reintegration of ex-offenders, expungement procedures, voter registration, voter rights, and protection of whistle blowers who expose injustice within the current system. To provide a pathway for civil and political engagement of individuals, communities, and groups disenfranchised by the realities of the war on drugs.

3. General Purpose. To operate solely and exclusively as a social welfare organization, operated to promote the common good and general welfare of the people of the state of Kansas as designated by Section 501(c)(4) of the Internal Revenue Code.

To further such objects and purposes, the corporation shall have and may exercise all the powers conferred by the laws of the State of Kansas upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time

hereafter be amended. Specifically, this corporation shall have power to acquire, purchase, hold, lease, convey, mortgage and pledge such real personal property in Kansas, other states of the United States and elsewhere, as shall be necessary or convenient to the transaction of its business and the realization of its objects and purposes.

PROVIDED, HOWEVER, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, and winding up of this corporation, voluntary or involuntary, or by operation of law, the following provisions shall apply:

(a) This 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 this corporation from qualifying (and continuing to qualify) as an organization described in Section 501(c)(4) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

(b) This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

(c) No compensation or payment shall ever be paid or made to any member, officer, director, trustee, creator, or organizer of this corporation, or substantial contributor to it, except as an allowance for actual expenditures or services actually made or rendered to or for this corporation; and neither the whole nor any part or portion of such assets or net earning shall never be used for, accrue to, or inure to the benefit of any member or private individual within the meaning of Section 501(c)(4) of the Internal Revenue Code (or the corresponding provision of any future United States Revenue law).

4. Upon the dissolution of this corporation, the governing body shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for social welfare purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(4) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law), as the governing board shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV

This corporation will NOT have authority to issue capital stock, and the conditions of membership will be fixed by the bylaws.

ARTICLE V

The Board of Directors shall have all powers granted by Kansas laws and statutes.

ARTICLE VI

No director shall be personally liable to the corporation or its stockholders/members for monetary damages for any breach of fiduciary duty by such director as a director. Notwithstanding the foregoing sentence, a director shall be liable to the extent provided by applicable law (i) for breach of the director's duty of loyalty to the corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under the provisions of K.S.A. 17-6424 and any amendments thereto, (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to the date when such provision becomes effective.

ARTICLE VII

The term for which this corporation is to exist is perpetual.

ARTICLE VIII

No member of this corporation shall benefit financially from the dissolution thereof. In the event of dissolution of this corporation, the assets of the corporation shall be distributed as set forth in ARTICLE III hereof.

ARTICLE IX

The names and residences of the incorporators are:

Esau Freeman
601 N. Terrace
Wichita, KS 67208

Sharon L. Gordon
4857 61st Rd.
Udall, KS 67146

ARTICLE X

The number of directors may be increased or decreased from time to time by amendment of the bylaws. The incorporators shall nominate the directors, who shall be qualified and elected pursuant to the bylaws of this corporation.

ARTICLE XI

The tax year of the corporation shall be the calendar year.

ARTICLE XII

The power to adopt, repeal, and amend the bylaws of this corporation shall reside in the board of directors of this corporation.

ARTICLE XIII

This corporation may maintain general liability insurance as necessary and in such amount as shall be determined by the directors, so as to enable volunteers of the corporation to come within the provisions of K.S.A. 60-3601.

IN TESTIMONY WHEREOF, we have hereunto set our names this __ day of January, 2013.



Esau Freeman



Sharon L. Gordon