

ARTICLES OF INCORPORATION

OF

LOUISIANA ASSOCIATION OF DRUG COURT PROFESSIONALS, INC.

The undersigned, persons of the full age of majority, acting as incorporators of a nonprofit corporation under the laws of the State of Louisiana and particularly Title 12, Section 201, *et seq.*, of the Louisiana Revised Statutes of 1950, and Acts, amendatory thereof and supplementary thereto, does hereby, effective this 16th day of November, 1998, adopt the following articles of Incorporation.

ARTICLE I

The name of this corporation shall be:

LOUISIANA ASSOCIATION OF DRUG COURT PROFESSIONALS, INC.

ARTICLE II

This corporation is organized and shall at all times be operated exclusively for charitable, educational, literary, and scientific purposes and to engage in any lawful activity for which a corporation may be formed under the Louisiana Nonprofit Corporation Law.

By way of enlargement of the powers, authority and rights of this corporation, and not by limitation thereof, this corporation may engage in the business of rendering services, promotion, education or assistance of any nature and description relative or related to the reduction of substance abuse, crime and recidivism by promoting and advocating for the establishment and funding of Drug Courts and providing for collection and dissemination of information, technical assistance, and mutual support to association members. A "Drug Court" is a court specifically designated to administer cases referred for judicially supervised drug treatment and rehabilitation within a jurisdiction. More specifically, the purposes of the corporation are to:

1. reduce substance abuse, crime and recidivism;
2. promote and advocate for the establishment and funding of effective Drug Courts in Louisiana;
3. provide technical assistance and mutual aid to association members;
4. stimulate development of other judicially supervised treatment programs, in cases

where appropriate;

5. collect, provide and disseminate information related to the purposes of the organization; and
6. perform such other related activities to accomplish the stated goals and objectives.

The corporation shall be a voluntary, nonprofit, incorporated, nonstock membership organization.

ARTICLE III

The period of duration of this corporation shall be perpetual, unless otherwise liquidated, dissolved, or merged as permitted by law.

ARTICLE IV

This corporation shall be a nonprofit corporation and shall have no capital stock. It shall be operated and maintained by such membership dues and assessments and endowments as the Board of Directors shall determine to be necessary or acceptable for the proper functioning of the corporation. Under no circumstances shall any of the net earnings or assets of the corporation inure or be distributed to the benefit of its members, directors, 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 II 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 any candidate for public office. Notwithstanding any 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V

Upon the dissolution of the corporation, the Board of Directors 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 purposes of the corporation in such manner, or to such organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE VI

The location and post office address of the registered office of the corporation is:

Louisiana Association of Drug Court Professionals, Inc.
1101 Southeast Boulevard
Bayou Vista (St. Mary Parish), Louisiana 70380

The full name and mailing address of the registered agent of the corporation is:

Hon. William D. Hunter
Post Office Box 1029
500 Main Street, Suite 605
Franklin (St. Mary Parish), Louisiana 70538

ARTICLE VII

This corporation is organized on a nonprofit basis with one class of membership. Additional members may be elected by a majority vote of all those then existing members.

ARTICLE VIII

A Board of Directors shall have the full authority and power to manage the business and affairs of this corporation. The Board of Directors shall be composed of not less than three natural persons (unless there are less than three members, in which case there shall be as many Directors as there are members). The exact number of Directors shall be determined from time to time by the Directors and members, provided, however, that the Directors shall not have the authority to reduce the number of Directors constituting the Board of Directors so as to shorten the terms of any incumbent Director. Either the President or Secretary of the corporation may call special meetings of the Board of Directors at any time and from time to time, subject to reasonable notice being given of such meetings.

Any Director absent from a meeting of the Board of Directors or any committee thereof may be represented by any other Director or member, who may cast the vote of the absent Director according to written instructions, general or specific, of the absent Director.

The full names and mailing addresses of the corporation's initial Directors are contained on Exhibit "A" attached hereto and made a part hereof.

The term of office for each of the initial Directors is from the date of the commencement of corporate existence until one year after the date hereof, or until their successors are elected and qualified.

ARTICLE IX

The private property of the members shall not be subject to the payment of corporate debt.

ARTICLE X

Section 1. A member, director, trustee, officer, or volunteer worker of this corporation shall be afforded the full protection allowed under La. R.S. 9:2792, 9:2792.1, and 2792.3. In addition to, and not in lieu of the foregoing, except for damage or injury caused by their willful or wanton misconduct, members, trustees, directors, officers, or volunteer workers of this corporation, whether or not they are compensated for their services on a salary basis, shall not be personally liable to this corporation or its members for any act or omission resulting in damage or injury (a) arising out of the exercise of their judgment in the formation and implementation of policy, or (b) arising out of the management of the affairs of this corporation provided they were acting in good faith or within the scope of their official functions and duties.

Section 2. If the Louisiana Nonprofit Corporation Law is hereafter amended to authorize the further elimination or limitation of the liability of members, trustees, directors, officers, or volunteer workers, then the liability of a member, trustee, director, officer, or volunteer worker of this corporation shall be limited to the fullest extent permitted by the amended state law.

Section 3. Any repeal or modification of this Article X by the members of the corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a member, trustee, director, officer, or volunteer worker of this corporation existing at the time of such repeal or modification.

ARTICLE XI

Meetings of the members of this corporation may be held within or without the State of Louisiana. A member may vote personally or by proxy appointed in writing. The books of the corporation may be kept, subject to applicable law, within or without the State of Louisiana at such place or places as may be designated from time to time by the Board of Directors.

ARTICLE XII

The Articles of Incorporation may be amended or the corporation may be dissolved by a two-thirds vote of the members present at a regular meeting of the corporation or any special meeting called for that purpose; provided that notice of the proposed amendment or dissolution shall be given by mail ten (10) days in advance to all members of the corporation at their respective last known post office addresses, unless such notice be waived. The Articles may not be amended in any way that would permit this corporation to be operated other than exclusively for nonprofit purposes.

ARTICLE XIII

The full names and street addresses of the incorporators of the corporation are:

Judge William D. Hunter
16th Judicial District Court
Post Office Box 1029
Franklin, Louisiana 70538

Lars Levy, Administrator
Fairview Treatment Center
1101 Southeast Boulevard
Bayou Vista, Louisiana 70380

Thus executed on this 16th day of November, 1998.

s/WILLIAM D. HUNTER

s/ LARS LEVY

ACKNOWLEDGEMENT

STATE OF LOUISIANA

PARISH OF ST. MARY

BE IT KNOWN, that on this 16th day of November, 1998, before me, the undersigned Notary Public, duly commissioned, qualified and sworn within and for the State and Parish aforesaid, personally came and appeared **WILLIAM D. HUNTER** and **LARS LEVY**, to me known to be the identical persons who executed the above and foregoing instrument, who declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that they executed the above and foregoing instrument of their own free will, as their own act and deed, for the uses, purposes and benefits therein expressed.

WITNESSES:

s/Mary Prudhomme

s/William D. Hunter

s/John E. Conery

s/ Lars Levy

s/ Sue B. Moore
NOTARY PUBLIC

**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED REGISTERED AGENT**

STATE OF LOUISIANA

PARISH OF ST. MARY

On this 16th day of November, 1998, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared **WILLIAM D. HUNTER** who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of **LOUISIANA ASSOCIATION OF DRUG COURT PROFESSIONALS, INC.**

S/WILLIAM D. HUNTER

SWORN TO AND SUBSCRIBED before me on the day, month and year first above set forth.

S/Sue B. Moore
NOTARY PUBLIC