

**ARTICLES OF INCORPORATION
OF
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An Educational Institute**

The undersigned, desiring to form a charitable corporation under the Non-profit Corporation Law of the Confederated Salish and Kootenai Tribes, hereby certifies:

FIRST: The name of the corporation shall be Năusm (hereinafter, the "Corporation").

SECOND: The place where the principal office of the Corporation is to be located is the Flathead Indian Reservation of the Salish, Kootenai and Pend d'Orielle Nation (hereinafter, the "Nation").

THIRD: The address of the registered office of the Corporation is P.O. Box 5 Arlee, MT 59821 and the name of the initial registered agent at that office is Tachini Pete.

FOURTH: The Corporation shall have perpetual existence. The Corporation may also create subsidiary Corporations.

FIFTH: The Corporation is organized and shall be operated exclusively for one or more of the purposes specified in Section 501 (c) (3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code. The Corporation's purposes include the following but are not limited thereon:

1. To recreate a process whereby the Salish Language is passed from parent to child as once was common.
2. To develop and provide language immersion experiences for the community of the Confederated Salish & Kootenai Tribes.
3. To develop curriculum materials and language transfer methodologies for learning the Salish language as a primary or secondary language.
4. Provide education and training for Salish language instructors and for students desiring to become language instructors.
5. To design, develop and operate language immersion schools and programs for ages 0 to adult.

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the Confederated Salish and Kootenai Tribes upon non-profit corporations, including, but without limitation thereon, the right and power to receive gifts, bequests and contributions in any form, to collect dues and to use, apply, invest and reinvest the principal and/or income therefrom or to distribute the same for the above purposes.

SIXTH: The following persons shall serve the Corporation as trustees:

<u>Name</u>	<u>Address</u>
Tachini Pete	P.O. Box 574 Arlee, MT 59821
* Melanie Sandoval	P.O. Box 803 St. Ignatius, MT 59865
Joshua Brown	P.O. Box 704 St. Ignatius, MT 59865
* Chaney Bell	P.O. Box 176 Pablo, MT 59855

(* Indicates these individuals are enrolled members of the Confederated Salish and Kootenai Tribes.)

SEVENTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers or private individuals, but 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. It is intended that this Corporation shall have and continue to have the status of a corporation which is exempt from federal income taxation under Section 501 (a) of the Internal Revenue Code of 1954, as amended (hereinafter, the "Code"), as an organization described in Section 501 (c) (3) of the Code and which is other than a private foundation by reason of being described in Section 509 (a) (1), (2) or (3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of its exemption from federal income tax under Section 501 (c) (3) of the Code. No activity of the Corporation shall consist of participating in or intervening in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

EIGHTH: Upon the dissolution of the Corporation, the Board of Trustees shall,

after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable or educational purposes to such "qualified " organization or organizations as the Board of Trustees shall determine. An organizational shall be deemed to be a "qualified" organization for purposes of this Article SIXTH only if at the time of the distribution of such assets it is organized and operated exclusively for the purposes described in Section 170 (c) (2) (B) of the Code and is described in Section 509 (a) (1), (2) or (3) of the Code. Any of such assets not so distributed shall be distributed by the court of the Confederated Salish and Kootenai Tribes exclusively for the aforesaid purposes of the Corporation or to such qualified organization or organizations as said court shall determine.

NINTH: The affirmative vote of a consensus of the trustees at a meeting of the trustees at which a quorum is present shall be required for the approval and adoption of any amendment to these Articles of Incorporation and any resolution of dissolution of the Corporation.

TENTH: All references in these Articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1954, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

IN WITNESS WHEREOF, We have hereunto subscribed our names as incorporators of the Corporation this 1 day of January, 2002.
