

**ARTICLES OF INCORPORATION
of
LITHUANIAN FOLK DANCE INSTITUTE**

ARTICLE I

The name of the corporation (the "Corporation") is Lithuanian Folk Dance Institute.

ARTICLE II

The corporation is a not-for-profit corporation and is organized under the laws of the State of Illinois, pursuant to the provisions of, the "General Not-For-Profit Act" of 1986, of the State of Illinois. Notwithstanding the foregoing, the Corporation shall neither have nor exercise any power, nor engage directly or indirectly in any activity, that would invalidate its status as an organization exempt from federal income tax and described in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended, or corresponding provision or provisions of any subsequent United States Internal Revenue law or laws (the "Code").

ARTICLE III

The period of the Corporation's duration is perpetual.

ARTICLE IV

The Registered Agent is Vida Brazaitis. The Registered Office is 12 St. Moritz Drive, Unit 201, Palos Park, Illinois 60464.

ARTICLE V

The names and respective addresses of its officers and Directors are:

Danguole Varnas	President	3165 Harmony Place La Crescenta, California 91214
Vida Brazaitis	Secretary	12 St. Moritz Drive, Unit 201 Palos Park, Illinois 60464
Nijole Etwiler	Director	321 4 th Avenue Baraboo, Wisconsin 53913

ARTICLE VI

The Corporation is an independent North American cultural institution, whose mission is to study, foster, and support Lithuanian folk dance.

ARTICLE VII

The purpose or purposes for which the Corporation is organized are:

1. To collect material relating to folk dance
2. To study the collected material and prepare it for practical use
3. To issue publications relating to folk dance
4. To prepare descriptions of folk dances and games
5. To maintain contact with folk dance groups and concern itself with their activities
6. To hold courses for folk dance instructors
7. To maintain relations with the folk dance institutions and organizations of other nations
8. To prepare the North American Folk Dance Festivals:
 - a) organize the Folk Dance Festival artistic program
 - b) invite (select) the artistic program's director
 - c) invite (select) the Folk Dance Festival presenter (MC)
 - d) determine the Folk Dance Festival repertoire.

ARTICLE VIII

No part of the net earnings of the Corporation shall inure to the benefit of any member, director or officer of the Corporation, or any private individual; provided, however, that reasonable compensation may be paid for services rendered to or for the Corporation and expenses may be reimbursed or paid in furtherance of one or more of its purposes.

ARTICLE IX

The Board of Directors (as such term is defined in the Bylaws of the Corporation) shall be the governing body of the Corporation and shall be elected in the manner provided in the Bylaws of the Corporation. The number of directors may be changed from time to time in the manner set forth in the Bylaws of the Corporation, but in no event shall there be less than three (3) directors. The number of directors constituting the initial Board of Directors shall be three (3).

ARTICLE X

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. Thereafter, the Bylaws of the Corporation may be altered, amended or repealed, or new bylaws may be adopted by the affirmative vote of at least two-thirds (2/3) of the directors present at any meeting of the Board of Directors at which a quorum is present; provided notice of the proposed alteration, amendment, repeal or adoption be contained in the notice of such meeting; and provided further, that the foregoing notice requirement shall not prohibit the Board of Directors from adopting the proposed amendment, effecting the proposed repeal or adopting the proposed new bylaws, as the case may be, in a modified form which is not identical to that described or set forth in the notice of such meeting.

ARTICLE XI

The Articles of Incorporation of the Corporation may be amended or restated upon approval by the Board of Directors and ratification by the members (as such term is defined in the Bylaws of the Corporation) in the manner set forth in this Article. The Board of Directors may approve amendments to the Articles of Incorporation or restated Articles of Incorporation by the affirmative vote of at least two-thirds (2/3) of the directors present at any meeting of the Board of Directors at which a quorum is present; provided notice of the proposed amendment or restatement be contained in the notice of such meeting; and provided further, that the foregoing notice requirement shall not prohibit the Board of Directors from adopting the proposed amendment or the proposed restated Articles of Incorporation, as the case may be, in a modified form which is not identical to that described or set forth in the notice of such meeting. Amendments or restated Articles of Incorporation approved by the Board of Directors shall become effective upon ratification by at least two-thirds (2/3) of the members of the Corporation at a General Meeting at which a quorum is present; provided notice of the proposed amendment or restatement be contained in the notice of such meeting; and provided further, that such notice be distributed to the members entitled to vote thereat at least twenty (20) days prior to the date of such meeting. In the event the Corporation has no general members at the time the proposed amendment or restatement is considered, the proposed amendment to the Articles of Incorporation or the proposed restated Articles of Incorporation shall be effective upon approval by the Board of Directors of the proposed amendment or proposed restated Articles of Incorporation, as the case may be, in the manner set forth in this Article.

ARTICLE XII

In the event the Corporation is dissolved, after all liabilities and obligations of the Corporation are paid or provision is made therefore, the Board of Directors shall

recommend and the Members shall adopt a plan for the distribution of the remaining assets of the Corporation to such person, persons, organization or organizations as the directors shall recommend and the Members shall approve. Any of such assets not so disposed of shall be disposed of by the Probate Court of the county in which the principal office of the Corporation is then located.

(AMMENDED)

AMENDED ARTICLE XII:

In the event the Corporation is dissolved, after all liabilities and obligations of the Corporation are paid or provision is made therefore, the Board of Directors shall recommend and the Members shall adopt a plan for the distribution of the remaining assets of the Corporation to such organization or organizations organized and operated exclusively for charitable and educational purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1986, as amended, or corresponding provision or provisions of any subsequent United States Internal Revenue law or laws (the "Code"). Any of such assets not so disposed of shall be disposed of by the appropriate court of law of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for exempt purposes.

ARTICLE XIII

A director of the Corporation shall not be personally liable to the Corporation for monetary damages for any act or omission in such director's capacity as a director, except that this Article does not authorize the elimination or limitation of the liability of a director to the extent the director is found liable for: (i) a breach of the director's duty of loyalty to the Corporation; (ii) an act or omission not in good faith that constitutes a breach of duty of the director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law; (iii) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or (iv) an act or omission for which the liability of a director is expressly provided by an applicable statute. The foregoing elimination of liability to the Corporation shall not be deemed exclusive of any other rights, limitations or liability or indemnity to which a director may be entitled under any other provision of the Articles of Incorporation or Bylaws of the Corporation, contract or agreement, vote of the members of the Board of Directors, principle of law or otherwise. Any repeal or amendment of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such repeal or amendment. In addition to the circumstances in which a director of the Corporation is not personally liable

as set forth in the foregoing provisions of this Article, the liability of a director shall be eliminated to the full extent permitted by any amendment of the Illinois General Not-For-Profit Act of 1986 hereafter enacted that further eliminates or permits the elimination of the liability of a director.

ARTICLE XIV

The Corporation shall indemnify any person who was, is, or is threatened to be made a named defendant or respondent in a proceeding (as hereinafter defined) because the person (i) is or was a director or officer of the Corporation or (ii) while a director or officer of the Corporation, is or was serving at the request of the Corporation as a trustee, officer, partner, venturer, proprietor, director, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise against all expenses, to the fullest extent that a corporation may grant indemnification to a director under the Illinois General Non-For-Profit Act of 1986, as the same exists or may hereafter be amended. Such right shall be a contract right and shall include the right to be paid by the Corporation expenses incurred in defending any such proceeding in advance of its final disposition to the maximum extent permitted under the Illinois General Not-For-Profit Act of 1986, as the same exists or may hereafter be amended.

ARTICLE XV

The members shall have the right to vote upon any action taken by the Board of Directors, or may initiate an action upon submission of a membership petition to the Secretary requesting such vote and specifying the matter(s) to be voted upon. To be valid hereunder, the petition must be signed by at least twenty percent of the members in good standing of the Corporation. In the event a petition meeting the above qualifications is received, the Board of Directors shall place the issue(s) presented by petition on a ballot and shall provide for a vote by the membership to be completed within 120 days of the submission of a valid petition. The members shall have the right to have any proposition placed upon a ballot and voted on by direct mail vote of the membership within 120 days of submission of a valid petition to the Secretary. The adoption of the actions or propositions proposed by petition shall require a two-thirds majority of all votes received by the Secretary.

ARTICLE XVI

The name and address of the Incorporator of the Corporation are: Vida Brazaitis, 12 St. Moritz Drive, Unit 201, Palos Park, Illinois 60464.

IN WITNESS WHEREOF, I the undersigned Incorporator, have hereto set my name this 16th day of October, 2008

Vida Brazaitis, Incorporator
12 St. Moritz Drive, Unit 201
Palos Park, Illinois 60464

IN WITNESS WHEREOF, I the undersigned Incorporator, have hereto set my name this 16th day of October, 2008.

Vida Brazaitis

Vida Brazaitis, Incorporator
12 St. Moritz Drive, Unit 201
Palos Park, Illinois 60464

NOTARY

Subscribed and sworn before me this 16th day of October,
2008.

Pamela L. Oswald
Notary Signature

