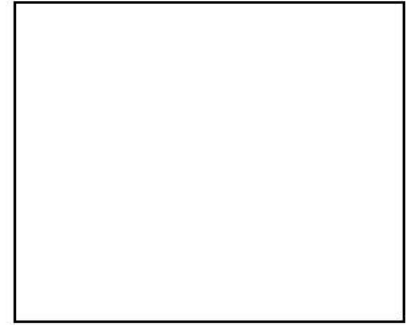


Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845
corpinfo@state.sd.us

ARTICLES OF INCORPORATION
DOMESTIC NONPROFIT CORPORATION
SDCL 47-22-6

Please Type or Print Clearly in Ink
Please submit one **Original** and one **Photocopy**
FILING FEE: \$30 payable to **SECRETARY OF STATE**



Telephone # 605/338-1600

Article I

The name of the company:

South Dakota News Watch

Article II

The period of existence is:

Perpetual

Ceases to exist on a certain date and if so, what is that date? _____

Article III

The purpose(s) for which the corporation is organized:

The specific objectives and purposes of this corporation shall be consistent with the corporation's stated mission, vision, and values as determined by its board of directors. The corporation, dedicated to the betterment of society through a well-informed citizenry, will produce investigative and public service journalism that sheds light on the people, communities, institutions, governments, issues, concerns, health and general welfare of South Dakota.

This corporation is organized exclusively for one or more of the purposes as 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.

Article IV

Check one:

The corporation will have members.

The corporation will not have members.

Article V

If the corporation is to have one or more classes of members, any provision which the incorporators elect to set forth designating the class or classes of members and stating the qualifications and rights of the members of each class.

Article VI

If the directors are not to be elected or appointed by one or more classes of members, a statement of the manner in which such directors shall be elected or appointed.

At the regular meeting of directors held in the first quarter of the calendar year, directors shall be elected by the board of directors. Each director shall cast one vote per candidate, and may vote for as many candidates as the number of candidates to be elected to the board. The candidates receiving a majority of votes shall be elected to serve on the board. The corporation shall have no fewer than five (5) and no more than fifteen (15) directors (excluding ex-officio directors as specified in the bylaws) and collectively they shall be known as the board of directors. Directors shall be of the age of majority in this state. Other qualifications for directors of this corporation may be enumerated in the corporation's policies and procedures.

For purposes of continuity, the term of office for the directors shall be staggered. Each person elected as a director of the Board shall hold office for a term of three (3) years, commencing on the first meeting following that person's election to the Board. No person who is elected as a director of the Board shall continue to serve as a director of the Board after having served three (3) consecutive three-year terms.

Article VII

Any provisions which the incorporators elect to set forth for the regulation of the internal affairs of the corporation, including any provision for the distribution of assets on dissolution or final liquidation.

This corporation shall not carry on any 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, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its 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 of this corporation.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to a 501(c)(3) organization as chosen by the board.

Article VIII

SDCL 59-11-6

The South Dakota Registered Agent's name:

South Dakota law permits the registered agent **to be either: A)** a noncommercial registered agent (this may be an individual), **B)** a commercial registered agent, or **C)** an office holder. **Complete only one below, either (a) or (b) or (c).**

(a) The South Dakota Noncommercial Registered Agent's name _____

Actual Street Address in this State City State ZIP+4

Mailing Address in this State, if Different from Street Address City State ZIP+4

Email Address (Optional)

(b) When listing a Commercial Registered Agent, please state their CRA#. This number can be obtained from the Commercial Registered Agent.

Commercial Registered Agent Name CRA#

(c) Title of the office or other position with the company Co-chair

John S. Marsh, 3001 W. Spruceleigh Court Sioux Falls SD 57105

Business Office's Actual Street Address in this State City State ZIP+4

Mailing Address in this State, if Different from Street Address City State ZIP+4

jmarsh@sio.midco.net

Email Address (Optional)

Article IX

Directors: Three or more directors are required by law, SDCL 47-23-14. List each director and that director's address.

The number of directors constituting the initial board of directors: 3

John S. Marsh 3001 W. Spruceleigh Court Sioux Falls SD 57105

Director Street Address City State Zip+4

Randell Beck 920 E. Justin Drive Sioux Falls SD 57108

Director Street Address City State Zip+4

Arnold Garson 5 Riverview Heights Sioux Falls SD 57105

Director Street Address City State Zip+4

Director Street Address City State Zip+4

Director Street Address City State Zip+4

Article X

Incorporators: The name and address of each incorporator. (one or more persons – person includes an individual or entity)

John S. Marsh	3001 Spruceleigh Court	Sioux Falls	SD	57105
Incorporator	Street Address	City	State	Zip+4
Randell Beck	920 Justin Drive	Sioux Falls	SD	57108
Incorporator	Street Address	City	State	Zip+4
Incorporator	Street Address	City	State	Zip+4
Incorporator	Street Address	City	State	Zip+4

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a civil and/or criminal penalty (SDCL 22-39-36).

Dated _____

 Signature of an authorized officer
John S. Marsh
 Printed Name
Co-chair
 Title

Dated _____

 Signature of an authorized officer
Randell Beck
 Printed Name
Co-chair
 Title

Dated _____

 Signature of an authorized officer
 Printed Name
 Title

Dated _____

 Signature of an authorized officer
 Printed Name
 Title