

OKLAHOMA Secretary of State Electronic Filing**Restated Certificate Of Incorporation**

Document Number 58144130002 Submit Date - 1/20/2023

The undersigned corporation, organized and existing under and by virtue of the Oklahoma General Corporation Act for the purpose of adopting a Restated Certificate of Incorporation, does hereby submit:

The name of the corporation is:
TRANSITION HOUSE, INC.

The name under which it was originally incorporated is:
TRANSITION HOUSE, INC.

The date of filing of its original certificate of incorporation is:
8/21/1981

The date on which the Restated Certificate is to be effective, if it is to be effective after the filing date:

The name of the registered agent and the street address of the registered office in the State of Oklahoma is:
TRANSITION HOUSE, INC.
700 ASP STE 2
NORMAN, OK 73069 USA

The duration of the corporation is:
Perpetual

The purpose or purposes for which the corporation is formed are:

1. The purposes for which the Corporation is formed: a) to operate exclusively for charitable purposes under §501(c)(3) of the Internal Revenue Code (hereinafter referred to as the Code) and b) to do all things and perform all acts permitted by a not for profit corporation under the laws of Oklahoma in furtherance of the above purposes and within the requirements set forth under §501(c)(3) of the Code within the scope of the above purposes.

2. In the event of the dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, all assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) or corresponding Section of any future federal tax code. Upon inaction or inability of the Board to adequately dispose of the assets upon dissolution, such assets shall be disposed of by a Court of Competent Jurisdiction in Oklahoma County.

3. The Corporation does not afford pecuniary gain, incidentally or otherwise, to its members. The Corporation shall have no capital stock and shall not be authorized to issue capital stock. The Corporation is not formed for pecuniary or financial gain. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its Directors or 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 the Corporation.

4. The number, qualification, and manner of election of the Directors shall be provided for in

the Bylaws of the Corporation. The Corporation's Bylaws shall provide for the arrangement or conduct of the business of the Corporation, provided the same are not inconsistent with this Certificate of Incorporation nor contrary to the laws of the State of Oklahoma or the United States. The Corporation is not a membership organization.

5. The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Corporation. The Directors and Officers of the Corporation shall be indemnified by the Corporation to the fullest extent permissible under the laws of Oklahoma. However, the Corporation shall make no indemnification in respect to any claim, issue or matter as to which such person shall have been adjudged to be liable to the Corporation unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expense which the court shall deem proper.

6. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements. The Corporation may elect, under Section 501(h) of the Internal Revenue Code, to become subject to specific limitations on expenditures in attempts to influence legislation.

7. In any taxable year in which the Corporation has been found by the Internal Revenue Service to be a private foundation as described in Section 509(a), the Corporation will operate in accordance with sections 4942, 4921(d), 4943(c), 4944, and 4945(d) of the Internal Revenue Code.

This corporation does not have authority to issue capital stock.

This corporation is not for profit, and as such, the corporation does not afford pecuniary gain, incidentally or otherwise, to its members.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 20th day of January, 2023 by :

I hereby certify that the information provided on this form is true and correct to the best of my knowledge and by attaching the signature I agree and understand that the typed electronic signature shall have the same legal effect as an original signature and is being accepted as my original signature pursuant to the Oklahoma Uniform Electronic Transactions Act, Title 12A Okla. Statutes Section 15-101, et seq.

Signature:

SARA KING

PRESTON COURT

Title:

PRESIDENT

SECRETARY

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