

Office of the Recorder of Deeds
District of Columbia
Washington, D. C.

Marshall L. Shepard
Recorder of Deeds

This is to certify that the pages attached hereto constitute a full, true and complete copy of

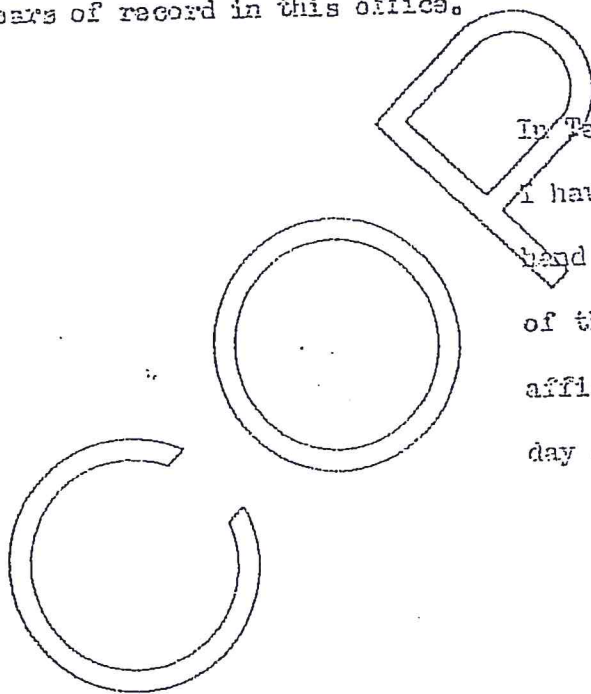
A ¹⁰CERTIFICATE OF INCORPORATION OF "JOINT COUNCIL ON ECONOMIC EDUCATION," DATED ON THE 23RD DAY OF FEBRUARY, 1949, AND RECORDED ON THE 23RD DAY OF FEBRUARY, 1949, AT 2:00 P. M.

as the same appears of record in this office.

In Testimony Whereof,
I have hereunto set my hand and caused the seal of this office to be affixed, this the 24th day of February, A. D. 1949.

Marshall L. Shepard,
Recorder of Deeds, D. C.

By /s/ A. Oliver Thornton
Deputy Recorder of Deeds.



CERTIFICATE OF INCORPORATION

We, the undersigned, all of whom are of full age and citizens of the United States and a majority of whom are citizens of the District of Columbia, desiring to associate ourselves as a corporation for educational and scientific purposes, hereby make this certificate pursuant to Chapter 6 of Title 29 of the District of Columbia Code (1940), as amended:

FIRST: The name by which this corporation shall be known in law is:

JOINT COUNCIL ON ECONOMIC EDUCATION

SECOND: The term for which it is organized is perpetual.

THIRD: The business and objects of the Joint Council on Economic Education are:

To foster, promote, conduct, encourage and finance scientific research, training and publication in the broad field of economic education in order to bring about a wider knowledge and understanding of the principles and operation of our American economy;

To aid the public schools and other institutions of learning in making their full contribution to the furtherance of economic and social understanding;

To further the purposes hereinbefore set out by developing cooperative working relationships among non-profit educational organizations and other non-profit groups, agencies, foundations and organizations interested in economic education;

To promote and carry out these objects, purposes and principles in a free democratic society without regard to and independently of the special interests of any group in the body politic, either political, professional, social or economic;

To collect, receive and maintain a fund or funds by subscription or otherwise and to apply the income and principal thereof to the promotion of the purposes hereinbefore set out and to use as means to those ends research, publication, the employment of experts and the establishment and maintenance of bureaus, offices, committees and other agencies which, from time to time, shall be deemed advisable and expedient;

To take and hold by bequest, devise, gift, purchase, or lease either absolutely or in trust for any of its purposes any property, real or personal, without limitation as to amount or value; to convey such property and to invest and reinvest any principal, and deal with and expend the income and principal of said corporation in such manner as in the judgment of its Trustees will best promote the purposes hereinbefore set out.

No part of the activities of the Joint Council on Economic Education shall be carrying on propaganda, or otherwise attempting, to influence legislation.

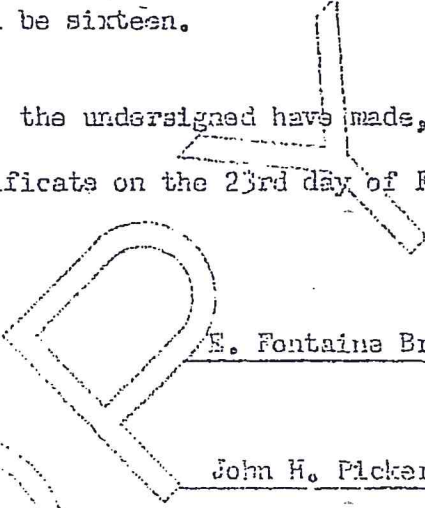
The Joint Council on Economic Education shall have no shareholders, and no part of the net earnings of the corporation shall ever inure to the benefit of any private shareholder or individual.

FOURTH: The names and places of residence of each of the original incorporators, a majority of whom are citizens and residents of the District of Columbia, are as follows:

<u>Names</u>	<u>Addresses</u>
E. Fontaine Broun	3462 Macomb Street, N. W. Washington 16, D. C.
John H. Pickering	4708 - 48th Street, N. W. Washington 16, D. C.
Hugh R. H. Smith	30 W. Understood Street, Chevy Chase, Md.

FIFTH: The number of trustees of the Corporation for the first year of its existence shall be sixteen.

IN WITNESS WHEREOF, the undersigned have made, signed and affixed their seals to this Certificate on the 23rd day of February, 1949.


E. Fontaine Broun (Seal)

John H. Pickering (Seal)

Hugh R. H. Smith (Seal)

Address of the Joint Council on Economic Education:

Washington, D. C.

DISTRICT OF COLUMBIA) ss:

I, Louise Morris, a notary public in and for the District of Columbia, do hereby certify that Messrs. E. Fontaine Broun, John H. Pickering and Hugh R. H. Smith, parties of a certain certificate of incorporation bearing date on the 23rd day of February, 1949, and hereto annexed, personally appeared before me in said District of Columbia, the said E. Fontaine Broun, John H. Pickering and Hugh R. H. Smith being personally well known to me as the persons who executed the said certificate and acknowledged the same to be their act and deed.

Given under my hand and notarial seal this 23rd day of February, 1949.

(NOTARIAL SEAL)

Louise Morris
Notary Public, D. C.

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FILED
22 DEC 1992

CERTIFICATE OF AMENDMENT OF
Joint Council on Economic Education
(change to)
National Council on Economic Education

BY: WLA

We, Stephen Buckles, President and David G. Imig, Secretary certify that the written consent of two-thirds of the Board of Trustees, being first had and obtained, file the following amendment to the Certificate of Incorporation, heretofore filed on February 23, 1949.

The name of the corporation is changed from Joint Council on Economic Education to National Council on Economic Education.

Stephen Buckles
President

David G. Imig
Secretary

I, Keith Swanson, a Notary Public in and for the State of New York, do hereby certify that Stephen Buckles, President personally appeared before me and acknowledged that above Certificate of Amendment to be his act and deed.

Subscribed and sworn to before me this 18th day of December, 1992.

(Notary Seal)

KEITH J. SWANSON
Notary Public, State of New York
No. 31-5000042
Qualified in New York County
Commission Expires August 3, 1994

Keith Swanson
Notary Public

I, Michael Dickson, a Notary Public in and for the The DISTRICT OF COLUMBIA, do hereby certify that David G. Imig, Secretary personally appeared before me and acknowledged that above Certificate of Amendment to be his act and deed.

Subscribed and sworn to before me this 20th day of December.

(Notary Seal)

Michael Dickson
Notary Public
My Commission Expires August 19, 1996

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CERTIFICATE OF AMENDMENT OF INCORPORATION OF

National Council on Economic Education

(change to)

Council for Economic Education

We, Robert F. Duvall, President, and S. Buford Scott, Secretary, certify that the written consent of two-thirds of the Board of Directors, being first had and obtained, file the following amendment to the Certificate of Incorporation, heretofore filed on February 23, 1949:

The name of the corporation is being changed from National Council on Economic Education to Council for Economic Education.

Robert Duvall

President

S. Buford Scott

Secretary

I, FRANCES M. PEPE, a Notary Public in and for the STATE OF NEW YORK, do hereby certify that Robert F. Duvall, President personally appeared before me and acknowledged the above Certificate of Amendment to be his act and deed.

Subscribed and sworn to before me this MARCH 30 day of 20 09

Frances M. Pepe

Notary Public
(Notary Seal)

FRANCES M. PEPE
NOTARY PUBLIC, State of New York
No. 01PE4915564
Qualified in Queens County
Commission Expires Jan. 11, 20 10

I, Denise T. Ehler a Notary Public in and for the State of VA do hereby certify that S. Buford Scott, Secretary personally appeared before me and acknowledged the above Certificate of Amendment to be his act and deed.

Subscribed and sworn to before me this April 3 day of 2009

Denise T. Ehler

Notary Public
(Notary Seal)

My Commission Expires
May 31, 2012

